

The Ontario Securities Commission

OSC Bulletin

February 25, 2000

Volume 23, Issue 08

(2000), 23 OSCB

The Ontario Securities Commission Administers the
Securities Act of Ontario (R.S.O. 1990, c.S.5) and the
Commodity Futures Act of Ontario (R.S.O. 1990, c.C.20)

The Ontario Securities Commission

Cadillac Fairview Tower
Suite 800, Box 55
20 Queen Street West
Toronto, Ontario
M5H 3S8

Published under the authority of the Commission by:

IHS/Micromedia Limited
20 Victoria Street
Toronto, Ontario
M5C 2N8

(416)597-0681

(416) 362-5211 or 1-(800) 387-2689

Fax: 8th Floor - 416-593-8122 (Office of the Secretary / Corporate Relations)
Fax: 8th Floor - 416-593-8252 (Corporate Finance: Admin. & Document Management)
Fax: 16th Floor - 416-593-8240 (Capital Markets: Market Regulation)
Fax: 16th Floor - 416-593-8283 (Capital Markets: Compliance / Registration)
Fax: 16th Floor - 416-593-8240 (Capital Markets: Investment Funds / Library)
Fax: 17th Floor - 416-593-8321 (Enforcement)
Fax: 18th Floor - 416-593-8244 (Corporate Finance: Filings Team 1)
Fax: 18th Floor - 416-593-8177 (Corporate Finance: Filings Team 2)
Fax: 18th Floor - 416-593-3681 (Corporate Finance: Take over Bid)
Fax: 18th Floor - 416-593-3681 (General Counsel's Office)
Fax: 18th Floor - 416-593-8241 (Executive Offices)
Fax: 22nd Floor - 416-593-8188 (Corporate Services)

The OSC Bulletin is published weekly by Micromedia, a division of IHS Canada, under the authority of the Ontario Securities Commission.

Subscriptions are available from Micromedia limited at the price of \$520 per year. Alternatively, weekly issues are available in microfiche form at a price of \$385 per year. Back volumes are also available on microfiche:

2000	\$475
1999	\$450
1997-98	\$400/yr
1995-1996	\$385/yr
1994:	\$370
1993:	\$275
1992:	\$250
1981-1991:	\$175/yr

Subscription prices include first class postage to Canadian addresses. Outside Canada, these airmail postage charges apply on a current subscription:

U.S.	\$110
Outside North America	\$220

Single issues of the printed Bulletin are available at \$33.00 per copy as long as supplies are available. OSC Bulletin Plus, a full text searchable CD-ROM containing OSC Bulletin material from January 1994 is available from Micromedia Limited. The sample issue of the OSC Bulletin is available on the internet at:

"<http://www.micromedia.on.ca/>"

Claims from bona fide subscribers for missing issues will be honoured by Micromedia up to one month from publication date. After that period back issues will be available on microfiche only.

Full copies of both Insider Reports and Public Filings listed in Chapters 7 and 10 respectively are available from: Demand Documents Department, Micromedia, 20 Victoria Street, Toronto, Ontario M5C 2N8 (416) 362-5211, extension 2211.

Space is available in the Ontario Securities Commission Bulletin for advertisements. The publisher will accept advertising aimed at the securities industry or financial community in Canada. Advertisements are limited to tombstone announcements and professional business card announcements by members of, and suppliers to, the financial services industry.

Copyright 2000 IHS/Micromedia Limited
ISSN 0226-9325



Table of Contents

Chapter 1 Notices / News Releases1309	
1.1 Notices1309	
1.1.1 Current Proceedings Before The Ontario Securities Commission..... 1309	
1.1.2 Assignment of Certain Powers and Duties of the OSC 1311	
1.1.3 Assignment of Certain Powers and Duties of the OSC 1312	
1.1.4 Notice Final Rule - NI 62-101 - Control Block Distribution Issues 1314	
1.1.5 Notice Final Rule - NI 62-102 - Disclosure of Outstanding Share Data 1314	
1.1.6 Notice Final Rule - NI 62-103 - The Early Warning System and Related Take-Over Bid and Insider Reporting Issues 1315	
1.1.7 Notice of Amendment to Regulation 1015 in Connection with OSC - Rule NI 62-103 - The Early Warning System and Related Take-Over Bid and Insider Reporting Issues 1315	
 Chapter 2 Decisions, Orders and Rulings ..1317	
2.1 Decisions1317	
2.1.1 Berkshire Securities Inc. and Berkshire Investment Group Inc. - MRRS Decision 1317	
2.1.2 Counsel Group of Funds Inc. - MRRS Decision 1319	
2.1.3 Counsel Group of Funds Inc. et al. - MRRS Decision 1320	
2.1.4 Enertec Resource Services Inc. - MRRS Decision 1323	
2.1.5 International Aqua Foods Ltd. MRRS Decision..... 1324	
2.1.6 King George Development Corporation and King George Financial Corporation - MRRS Decision 1325	
2.1.7 Magna International Inc. et al. - MRRS Decision 1329	
2.1.8 Montrusco Bolton RSP International Growth Fund and Montrusco Bolton Investments Inc. - MRRS Decision 1336	
2.1.9 Sunetco Investment Service Inc. - MRRS Decision 1339	
2.2 Orders1341	
2.2.1 3612821 Canada Inc. - s. 83..... 1341	
2.2.2 Far East Gold Inc. - s. 83 1341	
	2.2.3 Journey's End Montreal Hotel - s. 83...1342
	2.2.4 MRF 1999 II Limited Partnership - scl. 80(b)(iii) 1342
	2.3 Rulings1344
	2.3.1 Critical Path, Inc. and The Docspace Company Inc. - ss. 74(1)..... 1344
	2.3.2 Eden Roc Mineral Corp. - ss. 74(1) 1348
	2.3.3 Med-Emerg International Inc. - ss. 74(1) 1351
	2.3.4 Rockefeller & Co., Inc. - ss. 74(1) 1353
	2.3.5 Signal 9 Solutions Canada Inc. - ss. 74(1) 1355
	2.3.6 Weyerhaeuser Company et al. - ss. 74(1), cl. 80(b)(iii) and scl.121(2)(a)(ii) 1356
	 Chapter 3 Reasons: Decisions, Orders and Rulings (nil).....1363
	 Chapter 4 Cease Trading Orders1365
	4.1.1 Temporary Cease Trading Orders 1365
	4.1.2 Extending Cease Trading Orders 1365
	 Chapter 5 Rules and Policies.....1367
	5.1.1 NI 62-101 - Control Block Distribution Issues..... 1367
	5.1.2 NI 62-102 - Disclosure of Outstanding Share Data 1370
	5.1.3 NI 62-103 - The Early Warning System and Related Take-Over Bid and Insider Reporting Issues 1372
	 Chapter 6 Request for Comments (nil)1387
	 Chapter 7 Insider Reporting.....1389
	 Chapter 8 Notice of Exempt Financings1447
	Reports of Trades Submitted on Form 45-501f1 1447
	Resale of Securities - (Form 45-501f2)..... 1451
	Reports Made under Subsection 5 of Subsection 72 of the Act with Respect to Outstanding Securities of a Private Company That Has Ceased to Be a Private Company - (Form 22)) 1451
	Notice of Intention to Distribute Securities Pursuant to Subsection 7 of Section 72 - (Form 23) 1451

Table of Contents (cont'd)

Chapter 9 Legislation	1453
9.1.1 Regulation to Amend	
Regulation 1015.....	1453
Chapter 10 Public Filings	1455
Chapter 11 IPOs, New Issues and Secondary	
Financings	1487
Chapter 12 Registrations	1493
12.1.1 Securities	1493
Chapter 13 SRO Notices and Disciplinary	
Decisions (nil).....	1495
Chapter 14 Take-over Bids, Issuer Bids, Going	
Private Transactions (nil)	1497
Chapter 25 Other Information (nil)	1499
Index	1501

Chapter 1

Notices / News Releases

1.1 Notices

SCHEDULED OSC HEARINGS

1.1.1 Current Proceedings Before The Ontario Securities Commission

February 25, 2000

CURRENT PROCEEDINGS

BEFORE

ONTARIO SECURITIES COMMISSION

Unless otherwise indicated in the date column, all hearings will take place at the following location:

The Harry S. Bray Hearing Room
Ontario Securities Commission
Cadillac Fairview Tower
Suite 800, Box 55
20 Queen Street West
Toronto, Ontario
M5H 3S8

Telephone: 416- 597-0681

Telecopiers:416-593-8122

CDS

TDX 76

Late Mail depository on the 18th Floor until 6:00 p.m.

THE COMMISSIONERS

David A. Brown, Q.C., Chair	—	DAB
John A. Geller, Q.C., Vice-Chair	—	JAG
Howard Wetston, Q.C. Vice-Chair	—	HW
Kerry D. Adams, C.A.	—	KDA
Stephen N. Adams, Q.C.	—	SNA
Derek Brown	—	DB
Morley P. Carscallen, FCA	—	MPC
Robert W. Davis	—	RWD
John F. (Jake) Howard, Q.C.	—	JFH
Robert W. Korthals	—	RWK
Mary Theresa McLeod	—	MTM
R. Stephen Paddon, Q.C	—	RSP

Date to be announced

YBM Magnex International Inc., Harry W. Antes, Jacob G. Bogatin, Kenneth E. Davies, Igor Fisherman, Daniel E. Gatti, Frank S. Greenwald, R. Owen Mitchell, David R. Peterson, Michael D. Schmidt, Lawrence D. Wilder, Griffiths Mcburney & Partners, National Bank Financial Corp., (formerly known as First Marathon Securities Limited)

s. 127

Mr. I. Smith in attendance for staff.

Panel: HW / DB / MPC

Date to be announced

MacDonald Oil Exploration Ltd., MacDonald Trading Corporation, Russell Martel and Bresea Resources Ltd.

s. 104 and s. 127

Mr. T. Moseley in attendance for staff.

Panel: TBA

Mar 27/2000
10:00 a.m.

William Norman Maxwell, John Dzambazov and Antonino Candido

s. 127

Ms. M. Sopinka in attendance for staff.

Panel: HW / JAG / JFH

Jul 31/2000-
Aug18/2000
10:00 a.m.

Paul Tindall and David Singh

s. 127

Ms. M. Sopinka in attendance for staff.

Panel: TBA

ADJOURNED SINE DIE

DJL Capital Corp. and Dennis John Little

Dual Capital Management Limited, Warren Lawrence Wall, Shirley Joan Wall, DJL Capital Corp., Dennis John Little and Benjamin Emile Poirier

Irvine James Dyck

M.C.J.C. Holdings Inc. and Michael Cowpland

Robert Thomislav Adzija, Larry Allen Ayres, David Arthur Bending, Marlene Berry, Douglas Cross, Allan Joseph Dorsey, Allan Eizenga, Guy Fangeat, Richard Jules Fangeat, Michael Hersey, George Edward Holmes, Todd Michael Johnston, Michael Thomas Peter Kennelly, John Douglas Kirby, Ernest Kiss, Arthur Krick, Frank Alan Latam, Brian Lawrence, Luke John Mcgee, Ron Masschaele, John Newman, Randall Novak, Normand Riopelle, Robert Louis Rizzuto, And Michael Vaughan

S. B. McLaughlin

PROVINCIAL DIVISION PROCEEDINGS

Feb 22/2000
9:00 a.m.

Glen Harvey Harper

s.122(1)(c)
Mr. J. Naster in attendance for staff.

Courtroom G, Provincial Offences Court
Old City Hall, Toronto

Feb 24/2000
9:00 a.m.

Michael Cowpland and M.C.J.C. Holdings Inc.

s. 122
Ms. M. Sopinka in attendance for staff.

Courtroom 112, Provincial Offences Court
Old City Hall, Toronto

Mar 24/2000
10:00 a.m.

Dual Capital Management Limited, Warren Lawrence Wall, Shirley Joan Wall

s. 122
Ms. J. Superina in attendance for staff.

Court Room No. 9
114 Worsley Street
Barrie, Ontario

April 10/2000
April 11/2000
April 12/2000
9:00 a.m.

Arnold Guettler, Neo-Form North America Corp. and Neo-Form Corporation

s. 122(1)(c)
Mr. D. Ferris in attendance for staff.

Courtroom 124, Provincial Offences Court
Old City Hall, Toronto

Reference:

John Stevenson
Secretary to the
Ontario Securities Commission
(416) 593-8145

1.1.2 Assignment of Certain Powers and Duties of the Ontario Securities Commission

**THE MATTER OF THE SECURITIES ACT,
R.S.O. 1990 CHAPTER S. 5, AS AMENDED (the "Act")**

AND

**IN THE MATTER OF
THE DESIGNATION BY THE EXECUTIVE DIRECTOR
OF POSITIONS FOR THE PURPOSES OF
THE DEFINITION OF DIRECTOR IN THE ACT**

AND

**IN THE MATTER OF
THE ASSIGNMENT OF CERTAIN POWERS AND DUTIES
OF THE ONTARIO SECURITIES COMMISSION**

**EXECUTIVE DIRECTOR'S
DESIGNATION AND DETERMINATION**

WHEREAS:

- A. on April 12, 1999, the Ontario Securities Commission (the "Commission") issued an assignment (the "April 1999 Assignment"), pursuant to subsection 6(3) of the Act, assigning certain of its powers and duties under the Act to each "Director" as that term is defined in subsection 1(1) of the Act, acting individually;
- B. the April 1999 Assignment provides that the Executive Director of the Commission shall from time to time determine which one or more other Directors, in each case acting alone, should, as an administrative matter, exercise each of the powers or perform each of the duties assigned by the Commission in paragraph 2 of the April 1999 Assignment, each of which powers may also be exercised and duties performed by the Executive Director, acting alone;
- C. on April 12, 1999, the Executive Director issued a determination and designation (the "April 1999 Designation") whereby the Executive Director:
 - (1) revoked the prior Determination and Designation;
 - (2) designated each of the following positions, whether or not in an acting capacity, for the purposes of the definition of "Director" contained in subsection 1(1) of the Act:
 - (a) the Director, Take-Over/Issuer Bids, Mergers & Acquisitions and each Manager in the Corporate Finance Branch of the Commission;
 - (b) the General Manager, Registration and each Manager in the Capital Markets Branch of the Commission; and
 - (c) the General Counsel; and

- (3) determined that, in addition to the Executive Director, acting alone, each Director may, until otherwise determined by the Executive Director, exercise the powers and perform the duties assigned by the Commission to Directors in the April 1999 Assignment;

- D. by an amendment issued on September 7, 1999 (the "September 1999 Assignment Amendment") and a further amendment (the "February 2000 Assignment Amendment") issued on February 15, 2000, the April 1999 Assignment was amended by the Commission (the April 1999 Assignment, as amended by the September 1999 Assignment Amendment and the February 2000 Assignment Amendment, being hereinafter referred to as the "Commission Assignment");
 - E. the September 1999 Assignment Amendment amended the April 1999 Assignment by adding immediately following subparagraph (p) of paragraph 2 the following:
 - (q) subsection 19(3) of the Act; and
 - (r) subsection 36(6) of the Act;
 - F. the Executive Director amended the April 1999 Designation by an amendment (the "September 1999 Designation Amendment") dated September 22, 1999, whereby the Executive Director:
 - (i) designated each Manager in the Enforcement Branch, whether or not in an acting capacity, for the purposes of the definition of "Director" contained in subsection 1(1) of the Act, in addition to those positions referred to in the April 1999 Designation; and
 - (ii) determined that, in addition to the Executive Director, acting alone, the following Directors may, until otherwise determined by the Executive Director, exercise the powers and perform the duties assigned by the Commission to Directors in the September 1999 Assignment Amendment:
 - (a) the Director of Enforcement; and
 - (b) each of the Managers in the Enforcement Branch; and
 - G. the Executive Director considers it desirable to make a new designation and determination;
- NOW THEREFORE, the Executive Director hereby:**
- 1. revokes the April 1999 Designation, as amended by the September 1999 Designation Amendment;
 - 2. designates each of the following positions, whether or not in an acting capacity, for the purposes of the definition of "Director" contained in subsection 1(1) of the Act:
 - (a) the Director, Take-Over/Issuer Bids, Mergers & Acquisitions and each Manager in the Corporate Finance Branch of the Commission;

- (b) the General Manager, Registration and each Manager in the Capital Markets Branch of the Commission;
 - (c) the General Counsel; and
 - (d) each Manager in the Enforcement Branch;
3. determines that, in addition to the Executive Director, acting alone, each Director may, until otherwise determined by the Executive Director, exercise the powers and perform the duties assigned by the Commission to Directors in the Commission Assignment, except for powers and duties, referred to in paragraph E, above, that were assigned by the Commission to Directors in the September 1999 Assignment Amendment; and
4. determines that in addition to the Executive Director, acting alone, the following Directors may, until otherwise determined by the Executive Director, exercise the powers and perform the duties, referred to in paragraph E, above, that were assigned by the Commission to Directors in the September 1999 Assignment Amendment:
- (a) the Director of Enforcement; and
 - (b) each of the Managers in the Enforcement Branch.

DATED AT TORONTO this 15th day of February, 2000.

"Charlie Macfarlane"
Executive Director

1.1.3 Assignment of Certain Powers and Duties of the Ontario Securities Commission

IN THE MATTER OF THE SECURITIES ACT
R.S.O. 1990, CHAPTER S.5, AS AMENDED (THE "Act")

AND

IN THE MATTER OF THE
ASSIGNMENT OF CERTAIN POWERS AND DUTIES
OF THE ONTARIO SECURITIES COMMISSION

Amendment of Assignment
(Subsection 6(3))

WHEREAS:

1. On April 12, 1999, pursuant to subsection 6(3) of the Act, the Ontario Securities Commission ("the Commission") issued an assignment (the "April Assignment") assigning certain of its powers and duties under the Act to each "Director" as that term is defined in subsection 1(1) of the Act, acting individually;
2. On September 7, 1999, pursuant to subsection 6(3) of the Act, the Commission amended the April Assignment (the April Assignment as so amended being referred to as the "Assignment");
3. Paragraph 2 of the Assignment provides, in part, that:

Pursuant to subsection 6(3) of the Act, the Commission assigns to each Director, acting individually, the powers and duties vested in or imposed upon the Commission by:

...

- (k) paragraph 2 of subsection 127(1) of the Act and subsections 127(2), (3), (5), (7), (8) and (9) of the Act, but only where a reporting issuer has failed to file an annual report in accordance with the requirements of subsection 81(2) of the Act or financial statements, auditor's reports thereon or interim financial statements required to be filed under Part XVIII of the Act;

4. Subsection 127 of the Act provides, in part, that:

The Commission may make one or more of the following orders if in its opinion it is in the public interest to make the order or orders:

...

2. an order that trading in any securities by or of a person or company cease permanently or for such period as is specified in the order....; and
5. The Commission wishes to confirm that, where a reporting issuer (a "Defaulting Reporter Issuer") that is in default of a requirement (a "Filing Requirement") to file an annual report in accordance with the requirements of subsection 81(2) of the Act or financial statements, auditor's report thereon or interim financial

statements required to be filed under Part XVIII of the Act, the Assignment authorizes the Director to make, on behalf of the Commission, one or more of the following orders pursuant to section 127 of the Act:

- (i) an order that all trading in securities of the Defaulting Reporting Issuer cease, either permanently, or for such period as is specified in the order; and
- (ii) an order (a "Management and Insider Cease Trade Order") that trading in securities of the Defaulting Reporting Issuer by persons or companies identified in the Management and Insider Cease Trade Order as Defaulting Management and Other Insiders cease, either permanently, or, for such period as is specified in the Management and Insider Cease Trade Order, where, for this purpose, "Defaulting Management and Other Insiders" means one or more persons or companies who:
 - (a) are directors, officers or insiders of the Defaulting Reporting Issuer during the period the Defaulting Reporting Issuer is in default of the Financial Statement Filing Requirement; or
 - (b) were directors, officers or insiders of the Defaulting Reporting Issuer during the period covered by the annual report or financial statements which are the subject of the default.

NOW THEREFORE the Assignment is amended by deleting clause (k) of paragraph 2 and substituting therefor the following:

- (k) paragraph 2 of subsection 127(1) of the Act and subsections 127(2), (3), (5), (7), (8) and (9) of the Act, but only in respect of trading in securities of a reporting issuer (a "Defaulting Reporting Issuer") that has failed to file an annual report in accordance with the requirements of subsection 81(2) of the Act or financial statements, auditor's reports thereon or interim financial statements required to be filed under Part XVIII of the Act, including, without limitation, the powers of the Commission to make one or more of the following:
 - (i) an order that all trading in securities of the Defaulting Reporting Issuer cease, either permanently, or for such period as is specified in the order; and
 - (ii) an order (a "Management and Insider Cease Trade Order") that trading in securities of the Defaulting Reporting Issuer by persons or companies identified in the Management and Insider Cease Trade Order as Defaulting Management and Other Insiders cease, either permanently, or, for such period as is specified in the Management and Other Insiders Cease Trade Order, where, for this purpose, Defaulting

Management and Other Insiders means one or more persons or companies who:

- (a) are directors, officers or insiders of the Defaulting Reporting Issuer during the period the Defaulting Reporting Issuer is in default of the Financial Statement Filing Requirement; or
- (b) were directors, officers or insiders of the Defaulting Reporting Issuer during the period covered by the annual report or financial statements which are the subject of the default.

DATED at Toronto, this 15th day of February, 2000.

"J. A. Geller"

"Stephen N. Adams"

**1.1.4 Notice of Minister of Finance Approval of
Final Rule under the Securities Act -
National Instrument 62-101 - Control Block
Distribution Issues**

**NOTICE OF MINISTER OF FINANCE APPROVAL
OF FINAL RULE UNDER
THE SECURITIES ACT**

**NATIONAL INSTRUMENT 62-101
CONTROL BLOCK DISTRIBUTION ISSUES**

On February 9, 2000, the Minister of Finance approved National Instrument 62-101 Control Block Distribution (the "Rule"). The Rule was published in the December 17, 1999 edition of the OSC Bulletin at (1999) 22 OSCB 50. The rule comes into force on March 15, 2000 and will be published in the *Ontario Gazette* on March 4, 2000. The Commission is publishing in this issue of the OSC Bulletin the Final Rule.

**1.1.5 Notice of Minister of Finance Approval of
Final Rule under the Securities Act -
National Instrument 62-102 - Disclosure of
Outstanding Share Data**

**NOTICE OF MINISTER OF FINANCE APPROVAL
OF FINAL RULE UNDER
THE SECURITIES ACT**

**NATIONAL INSTRUMENT 62-102
DISCLOSURE OF OUTSTANDING SHARE DATA**

On February 9, 2000, the Minister of Finance approved National Instrument 62-102 Disclosure of Outstanding Share Data (the "Rule"). The Rule was published in the December 17, 1999 edition of the OSC Bulletin at (1999) 22 OSCB 50. The rule comes into force on March 15, 2000 and will be published in the *Ontario Gazette* on March 4, 2000. The Commission is publishing in this issue of the OSC Bulletin the Final Rule.

1.1.6 Notice of Minister of Finance Approval of Final Rule under the Securities Act - National Instrument 62-103 - The Early Warning System and Related Take-Over Bid and Insider Reporting Issues

**NOTICE OF MINISTER OF FINANCE APPROVAL
OF FINAL RULE UNDER
THE SECURITIES ACT**

**NATIONAL INSTRUMENT 62-103
THE EARLY WARNING SYSTEM AND RELATED TAKE-
OVER BID AND
INSIDER REPORTING ISSUES**

On February 9, 2000, the Minister of Finance approved National Instrument 62-103 The Early Warning System and Related Take-Over Bid and Insider Reporting Issues (the "Rule"). The Rule was published in the December 17, 1999 edition of the OSC Bulletin at (1999) 22 OSCB 50. The rule comes into force on March 15, 2000 and will be published in the *Ontario Gazette* on March 4, 2000. The Commission is publishing in this issue of the OSC Bulletin the Final Rule.

1.1.7 Notice of Amendment to Regulation 1015 of the Revised Regulations of Ontario, 1990 Made Under the Securities Act in Connection with Ontario Securities Commission - Rule National Instrument 62-103 - The Early Warning System and Related Take-Over Bid and Insider Reporting Issues

**NOTICE OF AMENDMENT TO REGULATION 1015
OF THE REVISED REGULATIONS OF ONTARIO, 1990
MADE UNDER THE SECURITIES ACT IN CONNECTION
WITH ONTARIO SECURITIES COMMISSION RULE
NATIONAL INSTRUMENT 62-103 THE EARLY WARNING
SYSTEM
AND RELATED TAKE-OVER BID AND INSIDER
REPORTING ISSUES**

On February 9, 2000, the Minister of Finance approved The Regulation to Amend Regulation 1015 of the Revised Regulations of Ontario, 1990 made under the Securities Act (the "Regulation") in connection with Ontario Securities Commission Rule National Instrument 62-103 The Early Warning System and Related Take-Over Bid and Insider Reporting Issues. The following subsections of the Regulation 1015 under the *Securities Act* are amended: 197 and 199. The Regulation comes into force on March 15, 2000 and will be published in the *Ontario Gazette* on March 4, 2000 and is published in chapter 9 of this OSC Bulletin.

This Page Intentionally left blank

Chapter 2

Decisions, Orders and Rulings

2.1 Decisions

2.1.1 Berkshire Securities Inc. and Berkshire Investment Group Inc. (collectively "Berkshire") - MRRS Decision

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - Section 7.1 of NI 81-105 - exemption to allow applicant's representatives to pay fees or commissions payable by clients upon redemption of third party products in connection with the purchase of mutual funds managed by a member of the same organization as the applicant's representatives.

Rule Cited

NI 81-105 - *Mutual Funds Sales Practices* (1998) 21 OSCB 2713, ss. 4.2(1), 7.1, Part 8.

**IN THE MATTER OF THE SECURITIES LEGISLATION
OF ONTARIO, BRITISH COLUMBIA, ALBERTA,
MANITOBA, QUEBEC, NEW BRUNSWICK,
NOVA SCOTIA, NEWFOUNDLAND AND PRINCE
EDWARD ISLAND**

AND

**IN THE MATTER OF
NATIONAL INSTRUMENT 81-105 MUTUAL FUND
SALES PRACTICES ("NI 81-105")**

AND

**IN THE MATTER OF
THE MUTUAL RELIANCE REVIEW SYSTEM FOR
EXEMPTIVE RELIEF APPLICATIONS**

AND

**IN THE MATTER OF
BERKSHIRE SECURITIES INC. AND BERKSHIRE
INVESTMENT GROUP INC. (collectively "Berkshire")**

MRRS DECISION DOCUMENT

WHEREAS the Canadian securities regulatory authorities or regulators (the "Decision Makers") in the jurisdictions of Ontario, British Columbia, Alberta, Manitoba, Quebec, New Brunswick, Nova Scotia, Newfoundland and Prince Edward Island have received an application from Berkshire on behalf of itself and its current and future representatives from time to time for a decision pursuant to section 9.1 of NI 81-105 that the prohibitions on certain

rebates contained in section 7.1 of NI 81-105 shall not apply to rebates paid by representatives to clients who are switching from third party products to mutual funds managed by a member of the AIC Funds Organization (defined below) or the Aderes Funds Organization (defined below) (the "Proprietary Rebates");

AND WHEREAS pursuant to the Mutual Reliance Review System for Exemptive Relief Applications (the "System"), the Ontario Securities Commission is the principal regulator for this application;

AND WHEREAS Berkshire has represented to the Decision Makers as follows:

1. Berkshire Investment Group Inc. is registered as a mutual fund dealer in Ontario, British Columbia, Alberta, Manitoba, Nova Scotia, Prince Edward Island, New Brunswick, Quebec, Newfoundland (pending), and Berkshire Securities Inc. is registered as a securities dealer in Ontario, British Columbia, Nova Scotia, Alberta (pending) and New Brunswick (pending).
2. AIC Limited ("AIC") is registered as an adviser in the categories of investment counsel and portfolio manager in Ontario.
3. AIC is the manager of AIC Advantage Fund, AIC Advantage Fund II, AIC American Advantage Fund, AIC World Advantage Fund, AIC Diversified Canada Fund, AIC Value Fund, AIC World Equity Fund, AIC Income Equity Fund, AIC American Income Equity Fund, and AIC Money Market Fund (these mutual funds together with any mutual funds of which AIC becomes manager in the future are referred to collectively as the "AIC Funds").
4. Berkshire is an affiliate of AIC and is therefore a "member of the organization" of the AIC Funds, (the "AIC Funds Organization") pursuant to NI 81-105.
5. Aderes Portfolio Management Limited ("Aderes") is registered as an adviser in the categories of investment counsel and portfolio manager in Ontario and Manitoba.
6. Aderes is the manager of Aderes Focused Canadian Fund, Aderes Focused American Fund, Aderes Diversified Canadian Fund, Aderes Diversified American Fund and Aderes Money Market Fund (these mutual funds together with any mutual funds of which Aderes becomes manager in the future are referred to collectively as the "Aderes Funds").
7. Berkshire is the principal distributor of the Aderes Funds and is therefore a "member of the organization" of the Aderes Funds (the "Aderes Funds Organization").

8. Clause 7.1(1)(b) of NI 81-105 prohibits Berkshire representatives from paying the fees or commissions payable by their clients on the redemptions of other mutual fund securities in connection with the purchase of units of AIC Funds or Aderes Funds.
9. The relief is being applied for in order to facilitate the Proprietary Rebates.
10. The decision to pay such redemption fees or commissions will be made by the Berkshire representative based on the best interests of the client.

AND WHEREAS pursuant to the System this Decision Document evidences the decision of each Decision Maker (collectively, the "Decision");

AND WHEREAS each of the Decision Makers is satisfied that the test contained in the Legislation that provides the Decision Maker with the jurisdiction to make the decision has been met;

NOW THEREFORE, the Decision of the Decision Makers pursuant to section 9.1 of NI 81-105 is that Berkshire shall be exempt from the prohibitions on payment of certain rebates contained in section 7.1 of NI 81-105 to the extent necessary to facilitate the Proprietary Rebates;

PROVIDED that in respect of each such payment:

- (i) There will be compliance with the informed written consent provisions of section 7.1(1)(a) and the disclosure and consent provisions of Part 8 of NI 81-105;
- (ii) Clients will be advised, in advance, that any rebate proposed to be made available in connection with the purchase of AIC Funds or Aderes Funds (a) will be available to the client regardless of which mutual fund the redemption proceeds are to be invested in (to a maximum of the commission earned on the purchase), and (b) will not be conditional on a purchase of AIC Funds or Aderes Funds;
- (iii) Berkshire representatives are not and shall not in the future be subject to quotas (either express or implied) in respect of the distribution of AIC Funds or Aderes Funds and shall continue to be entitled to offer competing products to their clients, and Berkshire will comply with section 4.2(1) of NI 81-105 and, except as permitted by NI 81-105, neither Berkshire nor any member of the AIC Funds Organization or the Aderes Funds Organization shall provide an incentive (either express or implied) to any representative to recommend AIC Funds or Aderes Funds over third party products;
- (iv) Berkshire representatives are and will in the future be able to offer third party products without improper influence from Berkshire or any member of the AIC Funds Organization or the Aderes Funds Organization;
- (v) the cost of such rebate that is borne by the representative is identical regardless of whether the rebate is in connection with a purchase of units of the

AIC Funds or the Aderes Funds or a purchase of units of another mutual fund family; and

- (vi) amounts paid by representatives as a rebate will not be reimbursed directly or indirectly in respect of Proprietary Rebates by any member of the AIC Funds Organization or the Aderes Funds Organization.

AND PROVIDED FURTHER that this Decision Document shall cease to be operative with respect to a Decision Maker following the entry into force of a rule of that Decision Maker that replaces or amends section 7.1 of NI 81-105.

July 9th, 1999.

"Howard I. Wetston"

"Robert Korthals"

2.1.2 Counsel Group of Funds Inc. - MRRS Decision

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - Section 7.1 of NI 81-105 - exemption to allow applicant's representatives to pay fees or commissions payable by clients upon redemption of third party products in connection with the purchase of mutual funds managed by a member of the same organization as the applicant's representatives.

Rule Cited

NI 81-105 - *Mutual Funds Sales Practices* (1998) 21 OSCB 2713, ss. 4.2(1), 7.1, Part 8.

**IN THE MATTER OF
NATIONAL INSTRUMENT 81-105
MUTUAL FUND SALES PRACTICES**

AND

**IN THE MATTER OF THE
MUTUAL RELIANCE REVIEW SYSTEM
FOR EXEMPTIVE RELIEF APPLICATIONS**

AND

**IN THE MATTER OF
COUNSEL GROUP OF FUNDS INC.**

MRRS DECISION DOCUMENT

WHEREAS each of the Canadian securities regulatory authorities or regulators (the "Decision Makers") in the provinces and territories of Canada, other than Quebec, has received an application from Counsel Group of Funds Inc. ("Counsel") on behalf of itself and current and future affiliates of Counsel that are dealers and the sales representatives of those dealers ("Representatives") from time to time for a decision pursuant to section 9.1 of National Instrument 81-105 Mutual Fund Sales Practices ("NI 81-105") that the prohibitions on certain rebates contained in section 7.1 of NI 81-105 shall not apply to rebates paid by Representatives to clients who are switching from third party mutual funds to mutual funds managed by Counsel;

AND WHEREAS pursuant to the Mutual Reliance Review System for Exemptive Relief Applications (the "System"), the Ontario Securities Commission is the principal regulator for this application;

AND WHEREAS Counsel has represented to the Decision Makers that:

1. Counsel is a mutual fund management corporation whose affiliates carry on business as mutual fund dealers and securities dealers in Canada. Counsel's head office is located in Ontario;
2. Counsel is a wholly-owned subsidiary of Investment Planning Counsel of Canada Limited, a mutual fund

dealer, and is affiliated with IPC Securities Corp., a securities dealer, Multi Mutual Limited, a mutual fund dealer, Henry Hicks & Associates Limited, a mutual fund dealer, IPC Investment Corp., a mutual fund dealer and IPC Investment Corporation (B.C.) Limited, a mutual fund dealer.

3. Counsel manages mutual funds (the "Proprietary Products"), including Counsel Managed Fund, Counsel International Managed RSP Fund, Counsel World Equity Portfolio and Counsel Focus Portfolio;
4. Counsel's affiliated dealers are the principal distributors of the Proprietary Products, as well as participating dealers of other mutual funds (the "Third Party Funds") not managed by Counsel;
5. Representatives wish to be permitted to pay the fees or commissions payable by their clients who wish to switch from Third Party Funds to Proprietary Products on the redemption of their Third Party Funds;
6. Representatives and directors of Counsel own equity interests (as defined in NI 81-105) in Investment Planning Counsel of Canada Limited.
7. Representatives are not required by Counsel or the dealers to sell Proprietary Products and may recommend Third Party Products to clients, without any undue influence or incentives from Counsel or the dealers to sell those products.

AND WHEREAS pursuant to the System this Decision Document evidences the decision of each Decision Maker (collectively, the "Decision");

AND WHEREAS each of the Decision Makers is satisfied that the test contained in NI 81-105 that provides the Decision Maker with the jurisdiction to make the decision has been met.

The Decision of the Decision Makers pursuant to section 9.1 of NI 81-105 is that the Representatives of the current and future affiliated mutual fund dealers and securities dealers of Counsel shall be exempt from the prohibitions on payment of certain client rebates contained in section 7.1 of NI 81-105 to the extent necessary to allow Representatives to pay the fees and commissions payable by clients upon redemption of Third Party Products when the clients wish to switch from Third Party Products to Proprietary Products.

PROVIDED that in respect of each such payment:

1. Counsel, the relevant affiliate of Counsel and the relevant Representative, as the case may be, complies with the informed written consent provisions of section 7.1(1)(a) of NI 81-105 and the disclosure and consent provisions of Part 8 of NI 81-105;
2. Clients are advised, in advance, that any rebate proposed to be made available by a Representative in connection with the purchase of a Proprietary Product (i) will be available to the client regardless of which mutual fund the redemption proceeds are to be invested in (to a maximum of the commission earned

on the purchase), and (ii) will not be conditional on a purchase of Proprietary Products;

3. Representatives are not and shall not in the future be subject to quotas (either express or implied) in respect of the distribution of Proprietary Products and shall continue to be entitled to offer competing Third Party Products to their clients, and Counsel's affiliated distributors comply with section 4.2(1) of NI 81-105 and, except as permitted by NI 81-105, Counsel and its affiliates do not provide an incentive (either express or implied) to a Representative or any affiliated distributor to recommend Proprietary Products over Third Party Products;
4. Representatives who are shareholders either of Counsel or of the affiliated distributors are expressly permitted by contract to sell Third Party Products without improper influence from Counsel or any affiliate, and other Representatives are and will in the future be able to offer Third Party Products without improper influence from Counsel or any affiliate;
5. The Representative who makes the payment is not and will not be reimbursed directly or indirectly for such payment by Counsel or its affiliates; and
6. The Representative who makes the payment is employed by or under contract with a dealer that is an affiliate of Counsel registered in the jurisdiction in which the payment is made.

AND PROVIDED FURTHER that this Decision Document shall cease to be operative with respect to a Decision Maker following the entry into force of a rule of that Decision Maker that replaces or amends section 7.1 of NI 81-105.

February 16th, 2000.

"Howard I. Wetston"

"R. Stephen Paddon"

2.1.3 Counsel Group of Funds Inc., Counsel World Equity Portfolio, Counsel Focus Portfolio and Mawer World Investment Fund - MRRS Decision

Headnote

Investment by a mutual fund in securities of two mutual funds to implement a "passive" fund-of-fund structure exempted from the requirement of section 101, clause 111(2)(b), 111(2)(c) and subsection 111(3), clauses 117(1)(a) and 117(1)(d), subject to certain specified conditions under which a "passive" investment structure may be used.

Statutes Cited

Securities Act (Ontario), R.S.O. 1990 c.S.5, as am. ss. 101, 104(2)(c), 111(2)(b), 111(2)(c), 111(3), 113, 117(1)(a), 117(1)(d), 117(2)

**IN THE MATTER OF THE SECURITIES LEGISLATION OF
BRITISH COLUMBIA, ALBERTA, SASKATCHEWAN,
MANITOBA, ONTARIO, NOVA SCOTIA,
AND NEWFOUNDLAND**

AND

**IN THE MATTER OF
THE MUTUAL RELIANCE REVIEW SYSTEM FOR
EXEMPTIVE RELIEF APPLICATIONS**

AND

**IN THE MATTER OF
COUNSEL GROUP OF FUNDS INC.
COUNSEL WORLD EQUITY PORTFOLIO
COUNSEL FOCUS PORTFOLIO
MAWER WORLD INVESTMENT FUND**

MRRS DECISION DOCUMENT

WHEREAS the Canadian securities regulatory authority or regulator (the "Decision Maker") in each of the provinces of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Nova Scotia and Newfoundland (the "Jurisdictions") has received an application (the "Application") from Counsel Group of Funds Inc. (the "Manager") in its own capacity and on behalf of Counsel World Equity Portfolio (the "Top Fund"), and Counsel Focus Portfolio and Mawer World Investment Fund (collectively, the "Underlying Funds") for a decision pursuant to the securities legislation of the Jurisdictions (the "Legislation") that, if applicable in a particular Jurisdiction, the following requirements and restrictions contained in the Legislation (the "Requirement(s)") shall not apply in respect of certain investments to be made by the Top Fund in the Underlying Funds:

1. the Requirements that the Top Fund and the Manager issue a news release and file a report where its aggregate holdings of securities of a reporting issuer exceed 10% of the outstanding securities of the reporting issuer and refrain from purchasing additional securities of the Underlying Funds pending the

- expiration of one business date from the date the report is filed;
2. the Requirement prohibiting a mutual fund from knowingly making and holding an investment in a person or company in which the mutual fund, alone or together with one or more related mutual funds, is a substantial securityholder; and
 3. the Requirement that the Manager file a report relating to a purchase or sale of securities between the Top Fund and any related person or company, or any transaction in which, by arrangement other than an arrangement relating to insider trading in portfolio securities, the Top Fund is a joint participant with one or more of its related persons or companies;

AND WHEREAS pursuant to the Mutual Reliance Review System for Exemptive Relief Applications (the "System"), the Ontario Securities Commission is the principal regulator for this application;

AND WHEREAS it has been represented by the Manager to the Decision Makers that:

1. The Top Fund and Counsel Focus Portfolio will be open-ended mutual fund trusts established under the laws of the Province of Ontario. The Manager is a corporation established under the laws of Ontario and will be the manager, promoter, registrar and transfer agent for the Top Fund and Counsel Focus Portfolio. The Manager's head office is located in Ontario.
2. Mawer World Investment Fund is a member of a group of ten open-ended mutual funds established by way of Declaration of Trust dated July 16, 1987 under the laws of Alberta. Mawer Investment Management ("Mawer Investment") is the manager of the Mawer World Investment Fund. Mawer Investment has been retained by the Manager to act as adviser to the Top Fund.
3. The Top Fund and Counsel Focus Portfolio will be, and Mawer World Investment Fund is, a reporting issuer in each Jurisdiction. Mawer World Investment Fund is not in default of any requirements of the Legislation. The securities of the Mawer World Investment Fund are currently qualified for distribution pursuant to a simplified prospectus dated June 3, 1999. The securities of the Top Fund and Counsel Focus Portfolio will be qualified once their preliminary simplified prospectus and preliminary annual information form receive a final receipt from the Canadian securities authorities.
4. Mawer World Investment Fund's objective is achieved by investing primarily in stocks and currencies traded outside of Canada. Counsel Focus Portfolio's investment objective will be achieved by investing in 20 to 30 large capitalization international corporations.
5. The Top Fund will invest all of its assets (exclusive of cash and cash equivalents) in the Underlying Funds' units.
6. The Top Fund's prospectus will disclose the Top Fund's and the Underlying Funds' investment objectives, the fixed percentages of the net assets of the Top Fund invested in units of each of the Underlying Funds (the "Fixed Percentages") and the permitted ranges within which such Fixed Percentages may vary (the "Permitted Range"). The Top Fund will invest its assets in each of the Underlying Funds in the following Fixed Percentages: 50% in the Mawer World Investment Fund and 50% in the Counsel Focus Portfolio. The Fixed Percentages are subject to the Permitted Range of not more than 2.50 percentage points above or below the Fixed Percentages, all of which will be disclosed in the Top Fund's prospectus.
7. The Underlying Funds in which the Top Fund will invest and Fixed Percentages will not be changed except upon the filing of an amendment of the Top Fund's prospectus and the provision of sixty days' notice (which notice shall include a copy of the amendment) of the change to the Top Fund's securityholders.
8. Except to the extent evidenced by this Decision and specific approvals granted by the Canadian securities administrators pursuant to National Instrument 81-102 Mutual Funds ("NI 81-102"), the investments by the Top Fund in the Underlying Funds have been structured to comply with the investment restrictions of the Legislation and NI 81-102.
9. In order to avoid the duplication of management fees with respect to the Top Fund's investments in Mawer World Investment Fund, Mawer Investment has agreed to arrange for Mawer World Investment Fund to pay the Top Fund a management fee rebate distribution (calculated and accrued daily and paid monthly) in accordance with an investment management agreement (the "Management Fee Rebate Distribution"). The Management Fee Rebate Distribution is paid so that when added to the management fee charged directly to the Top Fund, the total effective management fee charged to an investor in the Top Fund will not exceed the annual management fee of 2.50% as stated in the Top Fund's prospectus. The investment management agreement may be terminated upon 60 days prior written notice.
10. In the absence of this Decision, as soon as the aggregate holdings by the Top Fund of each Underlying Fund's units exceed 10% of the outstanding securities of an Underlying Fund, the Manager, and possibly the Top Fund, would be required to comply with the reporting and other requirements of the Legislation.
11. In the absence of this Decision, pursuant to the Legislation, the Top Fund is prohibited from (a) knowingly making an investment in a person or company in which the mutual fund, alone or together with one or more related mutual funds, is a substantial securityholder; and (b) knowingly holding an investment referred to in subsection (a). As a result, in the absence of this Decision, the Top Fund would be required to divest itself of any investments referred to in subsections (a) and (b).

12. In the absence of this Decision, the Legislation requires the Manager to file a report on every purchase or sale by the Top Fund of the Underlying Funds' units.

13. The Top Fund's purchase and sale of the Underlying Funds' units will represent the business judgment of responsible persons uninfluenced by considerations other than the best interests of the Top Fund.

AND WHEREAS pursuant to the System this MRRS Decision Document evidences the decision of each Decision Maker (collectively, the "Decision");

AND WHEREAS each of the Decision Makers is satisfied that the test contained in the Legislation that provides the Decision Maker with the jurisdiction to make the Decision has been met;

THE DECISION of the Decision Makers pursuant to the Legislation is that the Requirements do not apply to the Top Fund's purchase and sale of the Underlying Funds' units;

PROVIDED IN EACH CASE THAT:

1. this Decision, as it relates to the jurisdiction of a Decision Maker, will terminate one year after the publication in final form of any legislation or rule of that Decision Maker dealing with the matters in section 2.5 of NI 81-102; and

2. the foregoing Decision shall only apply to the Top Fund's purchases and sales of an Underlying Fund's units made in compliance with the following conditions:

- (a) the Top Fund and Counsel Focus Portfolio are under common management and the Underlying Fund's units are offered for sale in the jurisdiction of the Decision Maker pursuant to a prospectus which has been filed with and accepted by the Decision Maker;
- (b) the Top Fund will make investments in the Underlying Fund in accordance with the Fixed Percentages;
- (c) the investment by the Top Fund in the Underlying Fund is compatible with the fundamental investment objective of the Top Fund;
- (d) the Top Fund's simplified prospectus will disclose its intent to invest in the Underlying Funds, the name of the Underlying Funds, the Fixed Percentages and the Permitted Range;
- (e) the Fixed Percentages and the Underlying Funds may not be changed until the Top Fund's prospectus is amended and filed or a new prospectus is filed with the Decision Maker, existing unitholders of the Top Fund have been given at least 60 days' prior written notice of the change, or the prior approval of the unitholders has been given to change the Fixed Percentages and the Underlying Funds, at a meeting of unitholders of the Top Fund called for

that purpose and each prospective purchaser of the Top Fund's units who proposed to acquire units following the issuance of the receipt for the amendment receives a copy of the Top Fund's amended prospectus;

- (f) the Top Fund will not pay sales charges for its purchases of the Underlying Fund's units;
- (g) there are compatible dates for the calculation of the Top Fund's and the Underlying Funds' net asset value for the purpose of issuing and redeeming units of such mutual funds;
- (h) the Underlying Fund does not charge the Top Fund redemption fees or other charges for redeeming the Underlying Fund's units;
- (i) the arrangements between the Top Fund and the Underlying Funds avoid the duplication of management fees;
- (j) no fees and charges of any sort are paid by the Top Fund, an Underlying Fund (except the Management Fee Rebate Distribution paid by Mawer World Investment Fund to the Top Fund referred to above) by the Top Fund's or the Underlying Funds' manager or principal distributor or by the foregoing entities' affiliates or associates to anyone in respect of the Top Fund's purchase, holding or redemption of the Underlying Fund's units;
- (k) if the Underlying Fund's constating documents or the laws applicable to the Underlying Funds, require it to give notice to its unitholders, it will also deliver such notice to the Top Fund's unitholders; all voting rights attached to the Underlying Fund's units owned by the Top Fund will be passed through to the the Top Fund's unitholders; if an Underlying Fund calls a unitholders' meeting, all of the disclosure and notice material prepared for the meeting will be provided to the Top Fund's unitholders who will be entitled to direct a representative of the Top Fund to vote that Top Fund's holding in the Underlying Fund in accordance with their direction; the Top Fund's representative will not be permitted to vote the Top Fund's holdings in the Underlying Fund other than as the RSP Fund's unitholders direct;
- (l) in addition to receiving the Top Fund's annual and, upon request, the semi-annual financial statements, the Top Fund's unitholders will receive the Underlying Fund's annual and, upon request, semi-annual financial statements in either a combined report, containing both the Top Fund's and Underlying Funds' financial statements, or in a separate report containing the Underlying Funds' financial statements; and
- (m) if the Top Fund and the Underlying Funds do not use a combined simplified prospectus and annual information form and financial statements

containing disclosure about the Top Fund and the Underlying Funds, copies of the Underlying Fund's simplified prospectus and annual and semi-annual financial statements may be obtained upon request by a Top Fund's unitholder.

February 11th, 2000.

"Howard I. Wetston"

"R. Stephen Paddon"

2.1.4 Enertec Resource Services Inc. - MRRS Decision

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - decision declaring a company to no longer be a reporting issuer under the Legislation following completion of a statutory plan of arrangement.

Applicable Ontario Statutory Provisions

Securities Act, R.S.O. 1990, c.S.5 as amended. s. 83

IN THE MATTER OF
THE SECURITIES LEGISLATION OF BRITISH
COLUMBIA,
ALBERTA, SASKATCHEWAN, AND ONTARIO

AND

IN THE MATTER OF
THE MUTUAL RELIANCE REVIEW SYSTEM
FOR EXEMPTIVE RELIEF APPLICATIONS

AND

IN THE MATTER OF
ENERTEC RESOURCE SERVICES INC.

MRRS DECISION DOCUMENT

1. WHEREAS the local securities regulatory authority or regulator (the "Decision Maker") in each of British Columbia, Alberta, Saskatchewan and Ontario (the "Jurisdictions") has received an application from Enertec Resource Services Inc. (the "Enertec") for a decision under the securities legislation of the Jurisdictions (the "Legislation") that Enertec be declared to no longer be a reporting issuer or the equivalent under the Legislation;
2. AND WHEREAS pursuant to the Mutual Reliance Review System for Exemptive Relief Applications (the "System"), the Alberta Securities Commission is the principal regulator for this application;
3. AND WHEREAS Enertec has represented to the Decision Makers that:
 - 3.1 Enertec is a corporation organized and subsisting under the *Business Corporations Act* (Alberta);
 - 3.2 the head office of Enertec is in Calgary, Alberta;
 - 3.3 Enertec is a reporting issuer or the equivalent under the Legislation;
 - 3.4 Enertec is not in default of any requirement of the Legislation;
 - 3.5 Enertec is authorized to issue an unlimited number of common shares and as at September

30, 1999, 7,065,296 common shares (the "Shares") were issued and outstanding and listed on The Toronto Stock Exchange;

- 3.6 pursuant to a Combination Agreement by and among Veritas DGC Inc. ("Veritas"), Veritas Energy Services Inc ("VESI") and Enertec dated as of March 30, 1999 and amended and restated as of June 25, 1999 and July 29, 1999, on September 30, 1999 VESI and Enertec completed a statutory plan of arrangement (the "Arrangement") whereby all of the holders of common shares of Enertec transferred their Shares to VESI in consideration for Class A Exchangeable Shares Series I of VESI;
 - 3.7 VESI is the sole beneficial owner of the Shares;
 - 3.8 on October 12, 1999 the Shares were delisted by The Toronto Stock Exchange;
 - 3.9 other than the Shares beneficially held by VESI, Enertec has no outstanding securities;
 - 3.10 Enertec does not intend to seek public financing by way of an issue of securities at this time;
4. **AND WHEREAS** under the System, this MRRS Decision Document evidences the decision of each Decision Maker (collectively, the "Decision");
 5. **AND WHEREAS** each of the Decision Makers is satisfied that the test contained in the Legislation that provides the Decision Maker with the jurisdiction to make the Decision has been met;
 6. **THE DECISION** of the Decision Makers pursuant to the Legislation is that Enertec is declared to no longer be a reporting issuer or the equivalent under the Legislation as of the date of this MRRS Decision Document.

DATED at Calgary, Alberta this 10th day of February, 2000.

"Patricia M. Johnston"
Director, Legal Services & Policy Development

2.1.5 International Aqua Foods Ltd. - MRRS Decision

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - Issuer deemed to have ceased to be a reporting issuer - Issuer has one security holder.

Applicable Ontario Statutory Provisions

Securities Act, R.S.O. 1990, c.S.5, as am., s.83.

IN THE MATTER OF THE SECURITIES LEGISLATION OF BRITISH COLUMBIA, ALBERTA, SASKATCHEWAN, ONTARIO, QUEBEC, AND NEWFOUNDLAND

AND

IN THE MATTER OF THE MUTUAL RELIANCE REVIEW SYSTEM FOR EXEMPTIVE RELIEF APPLICATIONS AND

IN THE MATTER OF INTERNATIONAL AQUA FOODS LTD.

MRRS DECISION DOCUMENT

WHEREAS the local securities regulatory authority or regulator (the "Decision Maker") in each of British Columbia, Alberta, Saskatchewan, Ontario, Quebec and Newfoundland (the "Jurisdictions") has received an application from International Aqua Foods Ltd. (the "Filer") for a decision under the securities legislation of the Jurisdictions (the "Legislation") that the Filer be deemed to have ceased to be a reporting issuer or the equivalent under the Legislation;

AND WHEREAS under the Mutual Reliance Review System for Exemptive Relief Applications (the "System"), the Executive Director of the British Columbia Securities Commission is the principal regulator for this application;

AND WHEREAS the Filer has represented to the Decision Makers that:

1. the Filer is a company incorporated under the laws of British Columbia and continued under the laws of Canada with its head office in British Columbia;
2. the Filer is a reporting issuer or the equivalent under the Legislation in each of the Jurisdictions;
3. as a result of a take over bid and the subsequent compulsory acquisition procedure, all of the issued and outstanding securities of the Filer are owned by Stolt Sea Farm Inc.;
4. no securities of the Filer are listed or quoted on any stock exchange or organized market; and
5. the Filer does not intend to make an offering of its securities to the public;

AND WHEREAS under the System this MRRS Decision Document evidences the decision of each Decision Maker (the "Decision");

AND WHEREAS each of the Decision Makers is satisfied that the test contained in the Legislation that provides the Decision Maker with the jurisdiction to make the Decision has been met;

The Decision of the Decision Makers under the Legislation is that the Filer is deemed to have ceased to be a reporting issuer or the equivalent under the Legislation.

February 15th, 2000.

"Margaret Sheehy"

2.1.6 King George Development Corporation and King George Financial Corporation - MRRS Decision

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - Subsection 74(1) - Registration and prospectus relief for trades in connection with reorganization of issuer where statutory arrangement exemptions not available for technical reasons – first trade relief for trades in securities acquired under the decision document

Applicable Ontario Provisions

Securities Act. R.S.O. 1990, c.S.5, as amended, ss. 25, 53 and 74(1).

**IN THE MATTER OF THE
SECURITIES LEGISLATION OF
BRITISH COLUMBIA, SASKATCHEWAN, ONTARIO,
NEWFOUNDLAND, NOVA SCOTIA,
NORTHWEST TERRITORIES AND NUNAVUT**

AND

**IN THE MATTER OF
THE MUTUAL RELIANCE REVIEW
SYSTEM FOR EXEMPTIVE RELIEF APPLICATIONS**

AND

**IN THE MATTER OF
KING GEORGE DEVELOPMENT CORPORATION
AND KING GEORGE FINANCIAL CORPORATION**

MRRS DECISION DOCUMENT

WHEREAS the Canadian securities regulatory authority or regulator (the "Decision Maker") in each of British Columbia, Saskatchewan, Ontario, Newfoundland, Nova Scotia, Northwest Territories and Nunavut (the "Jurisdictions") has received an application from King George Development Corporation ("Development") and King George Financial Corporation ("Financial") (collectively the "Filer") for a decision pursuant to the securities legislation of the Jurisdictions (the "Legislation") that the requirements contained in the Legislation to be registered to trade in a security (the "Registration Requirement") and to file a preliminary prospectus and prospectus and to receive receipts therefor (the "Prospectus Requirement", and together with the Registration Requirement, the "Registration and Prospectus Requirements") shall not apply to certain trades in securities in connection with an arrangement (the "Arrangement") under section 252 of the *Company Act*, R.S.B.C. 1996, c. 62 (the "Company Act") and a vertical short form amalgamation (the "Amalgamation") under the *Canada Business Corporations Act*, R.S.C. 1985, c. C-44 (the "CBCA"), involving Development, Financial and Allied Hotel Properties Inc. ("Allied");

AND WHEREAS pursuant to the Mutual Reliance Review System for Exemptive Relief Applications (the

"System"), the British Columbia Securities Commission (the "BCSC") is the principal regulator for this application;

AND WHEREAS Financial has represented to the Decision Makers that:

1. Development was incorporated under the Company Act and has its head office in Vancouver, British Columbia;
2. Development has been a reporting issuer under the *Securities Act*, R.S.B.C. 1996, c. 418 (the "B.C. Act") for more than 12 months and is not in default of any requirement of the B.C. Act or the *Securities Rules*, R.B.C. Reg. 194/97 made under the B.C. Act, but is not a reporting issuer under the Legislation of any other Jurisdiction;
3. the authorized capital of Development consists of 100,000,000 common shares without par value (the "Development Shares"), of which 31,844,166 Development Shares are issued and outstanding;
4. the Development Shares are listed and posted for trading on the Vancouver Stock Exchange (the "VSE");
5. according to the records of Development's registrar and transfer agent, as of October 8, 1999, approximately 49% of Development's shareholders have addresses in British Columbia, 2% have addresses in Ontario, and the remaining 49% have addresses outside of Canada;
6. Financial was incorporated under the Company Act, has its head office Vancouver, British Columbia, and is not a reporting issuer under the Legislation of any of the Jurisdictions;
7. the authorized capital of Financial consists of 100,000,000 common shares without par value (the "Financial Shares"), of which one Financial Share is issued and outstanding and held by Development;
8. Allied is incorporated under the CBCA and is a "private issuer" or "private company" under the Legislation and is at arm's length to Development and Financial;
9. Development, Financial and Allied entered into an agreement dated as of August 30, 1999 to effect the Arrangement; the Arrangement will be completed by way of a plan of arrangement (the "Plan of Arrangement"), under which:
 - (a) the constating documents of Development will be amended to authorize Development to issue 500,000,000 shares divided into 250,000,000 common shares (which includes the 31,844,166 presently outstanding Development Shares) and 250,000,000 class "A" common shares without par value (the "New Development Shares"); the New Development Shares will have the same attributes as the Development Shares;
 - (b) Development will transfer the assets of its rental operations and management and finance services business units, and approximately half of the assets of its real estate development

business unit (the "Non-Hotel Assets") to Financial in exchange for Financial distributing 31,844,165 Financial Shares to Development;

- (c) the shareholders of Development will surrender each of their Development Shares for cancellation in exchange for one New Development Share and one Financial Share (held by Development as a result of the transfer of the Non-Hotel Assets by Development to Financial), such that the shareholders of Development will own all of the issued and outstanding Financial Shares in the same proportion and in the same number as the shares currently held by them in Development;
 - (d) the constating documents of Development will be amended to cancel the Development Shares and to rename the New Development Shares as common shares; and
 - (e) pursuant to a Share Exchange Agreement dated as of August 30, 1999, Development will acquire all of the issued and outstanding shares of Allied from their holders in exchange for New Development Shares representing, in the aggregate, approximately 70% of the outstanding New Development Shares following the acquisition of Allied;
10. upon completion of the Plan of Arrangement:
 - (a) Development and Financial will collectively own the same assets currently owned solely by Development;
 - (b) the board of directors and officers of Financial will be identical to the current board of directors and officers of Development;
 - (c) Development will be a hotel and real estate development company; and
 - (d) Financial will be an asset management company which will own, directly or indirectly, residential and commercial lands with development potential, a revenue generating office building and interest bearing promissory notes;
 11. within 10 days of the closing of the Plan of Arrangement:
 - (a) Development will be continued from the Company Act to the CBCA and complete the Amalgamation with Allied; the amalgamated entity will be named Allied Hotel Properties Inc. ("Mergeco");
 - (b) Financial's auditors will prepare an audit report on Financial's balance sheet, which will reflect Financial's ownership of the Non-Hotel Assets; and
 - (c) the Financial Shares will be listed on the VSE, as a result of which Financial will become a reporting issuer under the B.C. Act;

12. upon completion of the Plan of Arrangement, there will be no trading in the securities of Development, Financial or Mergeco, other than as necessary to complete the Amalgamation, until the Financial Shares are listed on the VSE;
13. following an application to the Supreme Court of British Columbia (the "Court") on August 30, 1999, the Court issued an interim order with respect to the Arrangement on September 1, 1999;
14. a management information circular dated August 30, 1999 (the "Circular"), which contained prospectus level disclosure concerning Development, Financial, Allied and the Plan of Arrangement and which was prepared in conformity with the provisions of the B.C. Act, was mailed to the shareholders of Development and electronically filed via SEDAR;
15. the Circular contained the following financial statements:

Development

- (a) unaudited consolidated balance sheet as at June 30, 1999, and statements of loss and retained earnings, and cash flows, for the seven month period then ended; and
- (b) audited consolidated balance sheets as at November 30, 1998 and November 30, 1997, and statements of earnings and retained earnings and cash flows for the years then ended; the notes to the audited statements contain segmented information respecting the hotel operations, rental operations, real estate development, and management and finance services business units of Development, which were prepared in accordance with the recommendations of the Canadian Institute of Chartered Accountants;

Financial

- (c) *pro forma* consolidated balance sheet as at June 30, 1999, and statement of loss for the seven months ended June 30, 1999 and the year ended November 30, 1998, accompanied by a compilation report of Financial's auditors (the disclosure in the audited balance sheet of Financial described in representation 11(b) above is not expected to be materially different from the disclosure in Financial's *pro forma* balance sheet);

Allied

- (d) consolidated balance sheet as at June 30, 1999 and statements of operations and deficit, and changes in financial position for the six month period then ended, accompanied by a compilation report of Allied's auditors;
- (e) audited consolidated balance sheet as at December 31, 1998 and statements of

operations and deficit, and changes in financial position for the year then ended (Allied was inactive until April 30, 1998 when it acquired several hotel and real estate investments); and

Mergeco

- (f) *pro forma* consolidated balance sheet as at June 30, 1999 and combined statements of operations for the six months then ended and the year ended December 31, 1998;
16. the shareholders of Development unanimously approved the Plan of Arrangement at an extraordinary general meeting held on October 7, 1999 (the "Meeting");
17. the Court issued a final order approving the Arrangement on October 7, 1999;
18. the VSE conditionally approved the listing of the Financial Shares, and has accepted notice of the Arrangement and the Amalgamation;
19. the trades by Development of Financial Shares to the shareholders of Development under the Plan of Arrangement are not exempt from the Registration and Prospectus Requirements of the Legislation in certain of the Jurisdictions because the Financial Shares are not securities of Development;
20. in the absence of this MRRS Decision Document, the Financial Shares issued to the shareholders of Development under the Plan of Arrangement will be subject to a 12 month, or an indefinite hold period under the Legislation of certain of the Jurisdictions; no Development Shares are currently subject to escrow or resale restrictions other than those held by control persons;
21. the trades in Development Shares and shares of Mergeco (the "Mergeco Shares") under the Amalgamation may not be exempt from the Registration and Prospectus Requirements of the Legislation in certain of the Jurisdictions because shareholder approval of the Amalgamation is not required under the CBCA;
22. in the absence of this MRRS Decision Document, the Mergeco Shares issued to the shareholders of Development under the Amalgamation will be subject to a 12 month, or an indefinite hold period under the Legislation of certain of the Jurisdictions;

AND WHEREAS pursuant to the System this MRRS Decision Document evidences the decision of each Decision Maker (collectively, the "Decision");

AND WHEREAS each of the Decision Makers is satisfied that the test contained in the Legislation that provides the Decision Maker with the jurisdiction to make the Decision has been met;

The Decision of the Decision Makers pursuant to the Legislation is that:

1. the Registration and Prospectus Requirements shall not apply to the trades by Development of Financial Shares to the shareholders of Development under the Plan of Arrangement;
2. a trade in Financial Shares acquired under section 1 of this MRRS Decision Document is deemed to be a distribution under the Legislation of the Jurisdiction in which the trade occurs (the "Applicable Legislation"), unless:

- a)
 - i) Financial is a reporting issuer or the equivalent under the Applicable Legislation;
 - ii) if the seller is an insider of Financial, other than a director or senior officer of Financial, the seller has filed all insider reports and personal information forms that are required to be filed under the Applicable Legislation;
 - iii) if the seller is a director or senior officer of Financial, the seller has filed all insider reports and personal information forms that are required to be filed under the Applicable Legislation, and Financial has filed all records required to be filed under the material change reporting, insider reporting and interim and annual financial statement requirements of the Applicable Legislation;
 - iv) no unusual effort is made to prepare the market or create a demand for the Financial Shares;
 - v) no extraordinary commission or other consideration is paid in respect of the trade; and
 - vi) the trade is not a distribution from the holdings of a person or company, or combination of persons and companies, acting in concert or by virtue of an agreement, arrangement, commitment or understanding, which holds in total a sufficient number of the voting rights attached to all outstanding voting securities of Financial to affect materially the control of Financial, and if a person or company or combination of persons and companies holds more than 20% of the voting rights attached to all outstanding voting securities of Financial, the person or company or combination of persons and companies is deemed, in the absence of evidence to the contrary, to hold a sufficient number of the voting rights to affect materially the control of Financial; or

- b)
 - i) Financial is not a reporting issuer or the equivalent under the Applicable Legislation; and
 - ii) the trade is made through the facilities of a stock exchange, including Nasdaq, outside of the Jurisdiction in accordance with all laws and rules applicable to the stock exchange;

3. the Registration and Prospectus Requirements contained in the Legislation shall not apply to any trade in New Development Shares or Mergeco Shares under the Amalgamation; and

4. a trade in Mergeco Shares acquired under section 3 of this MRRS Decision Document is deemed to be a distribution under the Applicable Legislation unless:

- a)
 - i) Mergeco is a reporting issuer or the equivalent under the Applicable Legislation;
 - ii) if the seller is an insider of Mergeco, other than a director or senior officer of Mergeco, the seller has filed all insider reports and personal information forms that are required to be filed under the Applicable Legislation;
 - iii) if the seller is a director or senior officer of Mergeco, the seller has filed all insider reports and personal information forms that are required to be filed under the Applicable Legislation, and Mergeco has filed all records required to be filed under the material change reporting, insider reporting and interim and annual financial statement requirements of the Applicable Legislation;
 - iv) no unusual effort is made to prepare the market or create a demand for the Mergeco Shares;
 - v) no extraordinary commission or other consideration is paid in respect of the trade; and
 - vi) the trade is not a distribution from the holdings of a person or company, or combination of persons and companies, acting in concert or by virtue of an agreement, arrangement, commitment or understanding, which holds in total a sufficient number of the voting rights attached to all outstanding voting securities of Mergeco to affect materially the control of Mergeco, and if a person or company or combination of persons and companies holds more than 20% of the voting rights attached to all outstanding

voting securities of Mergeco, the person or company or combination of persons and companies is deemed, in the absence of evidence to the contrary, to hold a sufficient number of the voting rights to affect materially the control of Mergeco; or

- b)
- i) Mergeco is not a reporting issuer or the equivalent under the Applicable Legislation; and
 - ii) the trade is made through the facilities of a stock exchange, including Nasdaq, outside of the Jurisdiction in accordance with all laws and rules applicable to the stock exchange.

October 20th, 1999.

"Brent W. Aitken"

2.1.7 Magna International Inc., Magna Entertainment Corp. And MEC Holdings (Canada) Inc. - MRRS Decision

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - relief from registration and prospectus requirements in respect of certain trades made in connection with spin-off of subsidiary of reporting issuer using option exchangeable share structure, subject to first trade restrictions - relief from continuous disclosure requirements granted to Exchangeco and relief from insider reporting obligations granted to Exchangeco insiders, provided that issuer of underlying securities delivers all applicable disclosure to holders of exchangeable shares, and other conditions - waiver of requirement to file annual information forms and management discussion and analysis of financial condition and results of operations granted to Exchangeco - permission granted to include representations as to listing and quoting of securities on The TSE and NASDAQ in non-offering prospectus provided to shareholders of reporting issuer.

Applicable Ontario Statutory Provisions

Securities Act, R.S.O. 1990, c.S.5, as am., ss. 25, 35(1)13, 38(3), 53, 72(1)(g), 72(5), 74(1), 75, 77, 78, 79, 80(b)(iii), 81, 85, 86, 88(2), 107, 108, 109 and 121(2).

Applicable Ontario Rules

Rule 45-501 - Exempt Distributions

Applicable Ontario Policies

OSC Policy Statement No. 5.10 - *Annual Information Form and Management's Discussion and Analysis of Financial Condition and Results of Operations*

IN THE MATTER OF
THE SECURITIES LEGISLATION OF
BRITISH COLUMBIA, ALBERTA, SASKATCHEWAN,
MANITOBA, ONTARIO, NEW BRUNSWICK,
PRINCE EDWARD ISLAND, NOVA SCOTIA,
NEWFOUNDLAND,
THE YUKON TERRITORY, THE NORTHWEST
TERRITORIES
AND THE NUNAVUT TERRITORY

AND

IN THE MATTER OF
THE MUTUAL RELIANCE REVIEW SYSTEM
FOR EXEMPTIVE RELIEF APPLICATIONS

AND

IN THE MATTER OF
MAGNA INTERNATIONAL INC.,
MAGNA ENTERTAINMENT CORP.
AND MEC HOLDINGS (CANADA) INC.

MRRS DECISION DOCUMENT

WHEREAS the Canadian securities regulatory authority or regulator (the "Decision Maker") in each of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, New Brunswick, Prince Edward Island, Nova Scotia, Newfoundland, the Yukon Territory, the Northwest Territories and Nunavut (collectively, the "Jurisdictions") has received an application from Magna International Inc. ("Magna"), Magna Entertainment Corp. ("MEC") and MEC Holdings (Canada) Inc. ("Exchangeco") (collectively, the "Filer") for a decision pursuant to the securities legislation of the Jurisdictions (the "Legislation") that:

- (a) the trades of securities involved in connection with the distribution by Magna to holders of its Class A Subordinate Voting Shares and Class B Shares (collectively, "Magna Shares"), MEC Class A Subordinate Voting Shares (the "MEC Class A Shares") and exchangeable shares of Exchangeco ("Exchangeable Shares") as a dividend-in-kind (the "Spin-off") and all related trades shall be exempt from the registration and prospectus requirements of the Legislation;
- (b) Exchangeco be exempt from the requirements of the Legislation to report material changes, to deliver and file interim and comparative financial statements, and to file annual forms in lieu of filing information circulars and to file and deliver annual information forms (including management's discussion and analysis of the financial condition and results of operation of Exchangeco), subject to certain conditions; and
- (c) each "insider" (as such term is defined in the Legislation) of Exchangeco be exempt from the insider reporting requirements of the Legislation, subject to certain conditions, as described below.

AND WHEREAS pursuant to the Mutual Reliance Review System for Exemptive Relief Applications ("MRRS"), the Ontario Securities Commission is the principal regulator for this application;

AND WHEREAS the Filer has represented to the Decision Makers that:

Magna International Inc. (Magna)

1. Magna is the largest Canadian, and one of the largest global, independent suppliers of technologically advanced automotive systems, components and complete modules. Magna has over 54,000 employees in 164 manufacturing facilities (including 14 joint venture facilities) of which 97 are located in North America, 62 in Europe, two in South America and three in Asia, as well as 30 product development, testing and engineering facilities. These facilities are located in 19 countries.
2. Magna is a company incorporated under the laws of the Province of Ontario and is a reporting issuer or the equivalent in every province in Canada which recognizes the concept of reporting issuer status. The head office of Magna is located in Ontario.
3. As of December 31, 1999, Magna had a total of 77,438,465 Class A Subordinate Voting Shares issued and outstanding and 1,097,909 Class B Shares issued and outstanding. The Class A Subordinate Voting Shares

are listed on the New York Stock Exchange (the "NYSE") and The Toronto Stock Exchange (the "TSE"). The Class B Shares are listed on the TSE.

Magna Entertainment Corp. (MEC)

4. MEC is a Delaware corporation, all of the outstanding shares of which were held by Magna as of December 29, 1999, except for: (i) 650,695 MEC Class A Shares held by The Edward J. DeBartolo Corporation, which represented approximately 0.8114% of the total equity of MEC on such date; and (ii) 1,012,195 MEC Class A Shares held by Ladbroke Racing Corporation, which represented approximately 1.2621% of the total equity of MEC on such date.
5. MEC was established to hold, and does currently hold directly or indirectly, all the non-automotive-related assets (including non-automotive real estate) previously owned by Magna.
6. MEC acquires, develops and operates horse racetracks and related pari-mutuel wagering operations. In addition, MEC owns a real estate portfolio which includes a "gated" residential community currently under development, one operational golf course and related recreational facilities, a golf course under development and undeveloped land.
7. The capital stock of MEC consists of two classes – the MEC Class A Shares and Class B Stock of MEC (the "MEC Class B Shares"). Holders of MEC Class A Shares are entitled to one vote per share, holders of the MEC Class B Shares are entitled to 20 votes per share and all holders vote together as a single class, except where separate class votes are required by law. MEC Class B Shares are convertible into MEC Class A Shares at any time on a one-for-one basis.

MEC Holdings (Canada) Inc. (Exchangeco)

8. Exchangeco is company incorporated under the laws of the Province of Ontario. The authorized share capital of Exchangeco consists of two classes: Common Shares and Exchangeable Shares. All of the Common Shares are held by MEC, and all of the Exchangeable Shares are held by Magna. The Exchangeable Shares are exchangeable for shares of MEC at any time. The Articles of Exchangeco currently contain private company restrictions, which will be deleted by amendment to be made prior to the Spin-off.

The Spin-off

9. Magna intends to distribute MEC Class A Shares (by first converting certain of the MEC Class B Shares held by it into MEC Class A Shares) and Exchangeable Shares representing approximately 20% of Magna's combined total equity interest in MEC and Exchangeco as a dividend-in-kind to each holder of Magna Shares ("Magna Shareholders").
10. Upon completion of the Spin-off, Magna will own MEC Class B Shares representing approximately 80% of the combined total equity of MEC and Exchangeco and

approximately 99% of the total voting interests attaching to all of the outstanding voting shares of MEC.

11. One-fifth of one MEC Class A Share or Exchangeable Share will be distributed in respect of each Magna Share held by a particular holder. A total of approximately 15.7 million MEC Class A Shares and Exchangeable Shares will be distributed pursuant to the Spin-off.
12. Holders of Magna Shares will not be required to pay for the MEC Class A Shares or Exchangeable Shares received by them in the Spin-off or surrender any Magna Shares in order to receive the MEC Class A Shares or Exchangeable Shares.
13. A holder of a number of Magna Shares not evenly divisible by five will not be entitled to receive a fractional interest in an MEC Class A Share or Exchangeable Share, but will be entitled to a cash payment instead. The amount of the cash payment will be the fair market value of the fractional interest, based upon Magna's determination of the fair market value of the MEC Class A Shares and Exchangeable Shares on the date of the Spin-off. The payment of cash by Magna instead of delivering any fractional interests in MEC Class A Shares is referred to as the "Fractional Interest Monetization".
14. In order to satisfy withholding tax obligations applicable in respect of holders of Magna Shares who are not residents of Canada, Magna may, in addition to withholding some or all of a cash dividend expected to be paid concurrently with the Spin-off, withhold up to 25% of the MEC Class A Shares that would otherwise be distributed to each such non-Canadian resident holder (the "Withheld Shares"). The actual number of Withheld Shares will be that number having a fair market value on the date of the Spin-off, as determined by Magna, equal to any shortfall in the amount that Magna is required to remit to Revenue Canada in respect of its withholding tax obligations relating to the Spin-off after taking into account the amount of the cash dividend withheld. Magna will remit to Revenue Canada, in addition to the relevant portion of the cash dividend, an amount of cash equal to the value of the Withheld Shares so determined, and will hold the Withheld Shares for its own benefit. The payment of cash to Revenue Canada by Magna in an amount equal to the value of the Withheld Shares is referred to as the "Withheld Share Monetization". There will be no withholding of MEC Class A Shares, and in consequence no Withheld Share Monetization, if the amount of the concurrent cash dividend is by itself sufficient to satisfy the amount that Magna is required to remit to Revenue Canada (i.e., Magna will withhold the full amount of the concurrent cash dividend in respect of a particular shareholder before withholding any MEC Class A Shares).
15. As of December 31, 1999, there were 290,400 options to purchase Class A Subordinate Voting Shares of Magna outstanding under Magna's stock option plan (the "Option Plan"), with varying exercise prices and expiry dates ranging from May 13, 2006 to October 31, 2009 (collectively, the "Outstanding Options"). Each Outstanding Option entitles the holder to obtain one Magna Class A Subordinate Voting Share upon payment of the applicable exercise price. Magna is considering the possibility that, subject to the approval of the TSE and, if required, the NYSE, on the Spin-off Date it will cancel all of its currently outstanding stock options, and issue new options (the "Replacement Options") to the current option holders. If Magna determines to do so, the Replacement Options would have the same expiry date, vesting conditions and other terms and conditions as the existing options, except that the exercise price of the Replacement Options may be adjusted to give effect to the Spin-off. In addition to this adjustment to the exercise price or instead of it, Magna may provide for each Replacement Option to entitle the holder to obtain, from Magna, one Magna Class A Share together with one-fifth of one MEC Class A Share upon exercise. In such case, if a Replacement Option holder were to exercise a number of Replacement Options not evenly divisible by five, that holder would receive a fractional interest in a MEC Class A Share. Instead of cancelling the outstanding options and issuing Replacement Options, subject to the approval of the TSE and, if required, the NYSE, Magna may issue a new option (an "Additional Option") to each holder of an Outstanding Option in respect of each Outstanding Option held. Each Additional Option would entitle the holder to acquire, from Magna, one-fifth of an MEC Class A Share for a nominal exercise price. A holder of an Additional Option could only exercise such option concurrently with the exercise of an Outstanding Option.
16. MEC is currently not a reporting issuer or the equivalent in any province of Canada. However, it has filed a preliminary non-offering prospectus dated November 8, 1999 (the "Non-Offering Prospectus") in the provinces of British Columbia, Alberta, Saskatchewan, Ontario, Quebec, Newfoundland and Nova Scotia and will file the final Non-Offering Prospectus to enable it to become a reporting issuer pursuant to applicable securities legislation in such provinces, notwithstanding that no sale of its securities is contemplated in such Non-Offering Prospectus. The Non-Offering Prospectus will be amended to serve as a non-offering prospectus for Exchangeco as well as MEC, so that Exchangeco will also become a reporting issuer.
17. The final Non-Offering Prospectus will be sent to all Magna Shareholders who are shareholders of record on the record date for the Spin-off. The final Non-Offering Prospectus will contain full, true and plain disclosure of all material facts relating to MEC, Exchangeco and the Spin-off. The Non-Offering Prospectus will not contain financial statements for Exchangeco as a separate entity, although it will include financial statements for MEC on a consolidated basis which will give effect to the assets and liabilities of Exchangeco.
18. The Non-Offering Prospectus and certain accompanying explanatory materials will state that Canadian resident shareholders of Magna may elect to receive Exchangeable Shares in satisfaction of Magna's obligation to deliver the MEC Class A Shares declared as a dividend in kind, and that Canadian shareholders will be deemed to have elected to receive Exchangeable Shares in lieu of MEC Class A Shares unless they notify Magna to the contrary by a specified date.

19. Subject to all requisite consents and approvals, the final Non-Offering Prospectus will contain representations regarding the quotation and trading of the MEC Class A Shares on the Nasdaq National Market ("NASDAQ") and the listing of such shares and the Exchangeable Shares on the TSE (the "Listing Representations").

Exchangeable Shares

20. The Exchangeable Shares, together with the Voting and Exchange Agreement described below and the Exchangeable Share Support Agreement also described below, will provide holders thereof with a security of a Canadian issuer having economic and voting rights which are, as nearly as practicable, equivalent to those of an MEC Class A Share. Provided that the Exchangeable Shares are listed on a prescribed stock exchange in Canada (which includes the TSE) and certain other conditions are met, it is expected that they will be "qualified investments" for certain investors and that they will not constitute "foreign property", in each case under the *Income Tax Act* (Canada). The Exchangeable Shares will be exchangeable by a holder thereof for MEC Class A Shares on a share-for-share basis at any time at the option of such holder and will be required to be exchanged upon the occurrence of certain events, as more fully described below. Dividends will be payable on the Exchangeable Shares contemporaneously and in the equivalent amount per share as dividends on the MEC Class A Shares, although currently no dividends are anticipated to be paid on the MEC Class A Shares. The Exchangeable Shares are subject to adjustment or modification in the event of a stock split or other changes to the MEC Class A Shares so as to maintain at all times a one-to-one relationship between the Exchangeable Shares and MEC Class A Shares.

21. The rights, privileges, restrictions and conditions attaching to the Exchangeable Shares (the "Exchangeable Share Provisions") will provide that the Exchangeable Shares will rank prior to the common shares of Exchangeco with respect to the payment of dividends and the distribution of assets in the event of the liquidation, dissolution or winding-up of Exchangeco.

22. The Exchangeable Shares will be non-voting with respect to Exchangeco (except as required by the Exchangeable Share Provisions or by applicable law) and will be retractable at the option of the holder at any time. Subject to the overriding call right of MEC referred to below in this paragraph, upon retraction the holder will be entitled to receive from Exchangeco for each Exchangeable Share retracted an amount equal to the current market price of an MEC Class A Share, to be satisfied by delivery of one MEC Class A Share, together with, on the designated payment date therefor, all declared and unpaid dividends on each such retracted Exchangeable Share held by the holder on any dividend record date prior to the date of retraction (such aggregate amount, the "Retraction Price"). Upon being notified by Exchangeco of a proposed retraction of Exchangeable Shares, MEC will have an overriding call right to purchase from the holder all of the Exchangeable Shares that are the subject of the retraction notice for a price per share equal to the Retraction Price.

23. Subject to the overriding call right of MEC referred to below in this paragraph, Exchangeco may redeem all but not less than all (other than those held by MEC or its subsidiaries) Exchangeable Shares then outstanding at any time on or after October 1, 2001, or such other date thereafter but prior to April 1, 2003 that the board of directors of Exchangeco may determine (the "Redemption Date"). In certain circumstances the board of directors of Exchangeco may accelerate the Redemption Date. Upon such redemption, a holder will be entitled to receive from Exchangeco for each Exchangeable Share redeemed an amount equal to the current market price of an MEC Class A Share, to be satisfied by the delivery of one MEC Class A Share, together with all declared and unpaid dividends on each such redeemed Exchangeable Share held by the holder on any dividend record date prior to the date of redemption (such aggregate amount, the "Redemption Price"). Upon being notified by Exchangeco of a proposed redemption of Exchangeable Shares, MEC will have an overriding call right to purchase from the holders all (but not less than all) of the outstanding Exchangeable Shares (other than MEC or its subsidiaries) for a price per share equal to the Redemption Price.

Voting and Exchange Agreement

24. Subject to the overriding call right of MEC referred to below in this paragraph, on the liquidation, dissolution or winding-up of Exchangeco, holders of Exchangeable Shares will be entitled to put their shares to MEC in exchange for MEC Class A Shares pursuant to the Voting and Exchange Agreement. Upon a proposed liquidation, dissolution or winding-up of Exchangeco, MEC will have an overriding call right to purchase all of the outstanding Exchangeable Shares from the holders thereof (other than MEC or its subsidiaries) for a price per share equal to the current market price of an MEC Class A Share, to be satisfied by the delivery of one MEC Class A Share, together with all declared and unpaid dividends on each such Exchangeable Share held by the holder on any dividend record date prior to the date of liquidation, dissolution or winding-up of Exchangeco.

25. Upon the liquidation, dissolution or winding-up of MEC, all Exchangeable Shares held by holders (other than MEC or its subsidiaries) will be automatically exchanged for MEC Class A Shares pursuant to the Voting and Exchange Agreement, in order that holders of Exchangeable Shares may participate in the dissolution of MEC on the same basis as holders of MEC Class A Shares.

26. Pursuant to a Voting and Exchange Agreement dated as of December 30, 1999 (as the same may be amended and restated from time to time) among Magna, MEC and Exchangeco, Magna will exercise voting rights attaching to certain MEC Class A Shares or MEC Class B Shares held by it in accordance with directions received from holders of Exchangeable Shares (the "Voting Rights"). As a result, holders of Exchangeable Shares will be entitled to exercise substantially the same voting rights in respect of MEC as they would have been entitled to exercise if they held MEC Class A Shares instead of Exchangeable Shares.

27. Under the Voting and Exchange Agreement, upon the insolvency of Exchangeco, a holder of Exchangeable Shares has the right (the "Exchange Right") to require MEC to purchase from the holder all or any part of his or her Exchangeable Shares. The purchase price for each Exchangeable Share purchased by MEC will be an amount equal to the current market price of an MEC Class A Share, to be satisfied by the delivery by MEC of one MEC Class A Share, together with an additional amount equivalent to the full amount of all declared and unpaid dividends on such Exchangeable Share held by such holder on any dividend record date prior to the closing of the purchase and sale.
28. Under the Voting and Exchange Agreement, upon the liquidation, dissolution or winding-up of MEC, MEC will automatically be deemed to purchase each outstanding Exchangeable Share held by a holder other than those held by MEC or a subsidiary of MEC, and each such holder will be required to sell all of his or her Exchangeable Shares (such purchase and sale obligations are hereafter referred to as the "Automatic Exchange Right"), for a purchase price per share equal to the current market price of an MEC Class A Share, to be satisfied by the delivery by MEC to the holder of one MEC Class A Share, together with an additional amount equivalent to the full amount of all declared and unpaid dividends on each such Exchangeable Share held by such holder on any dividend record date prior to the date of the exchange.

Exchangeable Share Support Agreement

29. Under the terms of an Exchangeable Share Support Agreement dated as of December 30, 1999 (as the same may be amended or restated from time to time) between MEC and Exchangeco, MEC will not declare or pay any dividends on the MEC Class A Shares unless Exchangeco simultaneously declares and pays an equivalent dividend on the Exchangeable Shares, and MEC will ensure that it and Exchangeco will be able to honour the redemption and retraction rights and dissolution entitlements that are attributes of the Exchangeable Shares under the Exchangeable Share Provisions and the related redemption, retraction and liquidation call rights described above.
30. Under the terms of the Exchangeable Share Support Agreement, without the prior approval of the holders of the Exchangeable Shares, actions such as distributions of stock dividends, options, rights and warrants for the purchase of securities or other assets, subdivisions, reclassifications, reorganizations and other changes cannot be taken in respect of MEC Class A Shares generally without the same or an economically equivalent action being taken in respect of the Exchangeable Shares.

Exemptions in Respect of Trades and Distributions of Securities and First Trades Thereafter

31. The steps involved in the Spin-off and the attributes of the Exchangeable Shares contained in the Exchangeable Share Provisions, the Voting and Exchange Agreement and the Exchangeable Share Support Agreement involve

or may involve a number of trades and distributions of securities (collectively, the "Trades"), including trades related to the delivery by Magna of Exchangeable Shares and MEC Class A Shares pursuant to the Spin-off or upon the issuance of MEC Class A Shares in exchange for Exchangeable Shares, trades or distributions that may be considered to occur in connection with the Withheld Shares Monetization, and trades in Exchangeable Shares and MEC Class A Shares pursuant to the exercise of the various rights attached to the Exchangeable Shares or under the Voting and Exchange Agreement.

32. None of the trades or possible trades described above involve an investment decision. The initial Spin-off of MEC Class A Shares or Exchangeable Shares to a Magna Shareholder will effectively constitute a dividend in kind to the shareholders, who will not pay any consideration therefor. Although Canadian shareholders will be able to elect (and, in the absence of a request to the contrary, will be deemed to elect) to receive Exchangeable Shares in satisfaction of their right to obtain MEC Class A Shares pursuant to the Spin-off, the Exchangeable Shares will provide certain Canadian tax benefits to certain Canadian holders but will otherwise be, as nearly as practicable, the economic and voting equivalent of the MEC Class A Shares.
33. The information respecting Exchangeco that would be required to be disseminated through compliance with the continuous disclosure and reporting issuer requirements and the requirement to file an annual information form is not relevant (and is arguably misleading) to the holders of Exchangeable Shares. The option in favour of certain holders of MEC Class A Shares to receive Exchangeable Shares under the Spin-off will permit certain holders to hold property that is not "foreign property" under the *Income Tax Act* (Canada). As a result of the economic and voting equivalency between the Exchangeable Shares and the MEC Class A Shares, holders of Exchangeable Shares will have a participating interest determined by reference to MEC, rather than Exchangeco, and dividend and dissolution entitlements will be determined by reference to the financial performance and condition of MEC, not Exchangeco. By the same token, only MEC, as the sole holder of all of Exchangeco's common shares, will have a participating interest determined by reference to Exchangeco. Accordingly, it is the information relating to MEC, not Exchangeco, that will be relevant to holders of both the MEC Class A Shares and the Exchangeable Shares. In light of the fact that the value of the Exchangeable Shares, in terms of dividend and dissolution entitlements and capital appreciation, is determined by reference to the consolidated financial performance and condition of MEC, and in light of the fact that all material information regarding MEC will be publicly available, information respecting the financial condition of Exchangeco (otherwise than as included in MEC's consolidated financial statements) is not material (and is arguably misleading) to holders of Exchangeable Shares.

AND WHEREAS pursuant to the System, this MRRS Decision Document evidences the decision of each Decision Maker (collectively, the Decision");

AND WHEREAS each of the Decision Makers is satisfied that the test contained in the Legislation that provides the Decision Maker with the jurisdiction to make the Decision has been met;

THE DECISION of the Decision Makers pursuant to the Legislation is:

1. that the prospectus requirements and registration requirements shall not apply to any of the Trades made in connection with or pursuant to the Spin-off, the Voting and Exchange Trust Agreement and the Exchangeable Share Support Agreement provided that the first trade in Exchangeable Shares received by holders of Magna Shares pursuant to the Spin-off and the first trade of MEC Class A Shares received by holders of Magna Shares pursuant to the Spin-off or received by holders of Exchangeable Shares who obtain MEC Class A Shares in respect thereof, or received by holders of Replacement Options or Additional Options who obtain MEC Class A Shares upon the exercise thereof, shall be a distribution under the Legislation of the Jurisdiction in which the trade takes place (the "Applicable Legislation"), unless otherwise exempt thereunder or unless either:

(i) such first trade is made in the following circumstances:

- (a) Exchangeco or MEC, as the case may be, is a reporting issuer or the equivalent under the Applicable Legislation;
- (b) if the seller is in a special relationship with Exchangeco or MEC, as the case may be, (as defined in the Applicable Legislation) the seller has reasonable grounds to believe that Exchangeco or MEC, as the case may be, is not in default of any requirement of the Applicable Legislation;
- (c) no unusual effort is made to prepare the market or to create a demand for the Exchangeable Shares or the MEC Class A Shares, as the case may be, and no extraordinary commission or consideration is paid in respect of such first trade; and
- (d) disclosure of the exempt trade is made to the Decision Maker(s) (the Decision Makers hereby confirming that the filing of the application with the Decision Makers for the relief granted in this Decision constitutes disclosure to the Decision Makers of the exempt trade);

then such first trade is a distribution only if it is a trade made from the holdings of any person, company or combination of persons or companies holding a sufficient number of any securities of Exchangeco or MEC to affect materially the control of Exchangeco or MEC, as the case may be, (any holding of any person, company or combination of persons or companies holding more than 20% of the outstanding voting securities of Exchangeco or MEC shall, in the absence of evidence to the contrary, be deemed to affect materially the control of Exchangeco or MEC, respectively) but any such

distribution shall not be subject to the prospectus requirements of the Legislation of the Jurisdiction in which such trade takes place (the "Pertinent Legislation") if:

- (i) Exchangeco or MEC, as the case may be, is a reporting issuer or the equivalent under the Pertinent Legislation and is not in default of any requirement of the Pertinent Legislation;
- (ii) the seller files with the applicable Decision Maker(s) and any other stock exchange recognized by such Decision Maker(s) for this purpose on which the Exchangeable Shares or the MEC Class A Shares, as the case may be, are listed at least seven days and not more than fourteen days prior to the first trade made to carry out the distribution;
 - (A) a notice of intention to sell in the form prescribed by the Pertinent Legislation for control block distributions (the "Control Block Rules") disclosing particulars of the control position known to the seller, the number of Exchangeable Shares or MEC Class A Shares to be sold and the method of distribution; and
 - (B) a declaration signed by the seller as at a date not more than twenty-four hours prior to its filing and prepared and executed in accordance with the Control Block Rules and certified as follows:

"the seller for whose account the securities to which this certificate relates are to be sold hereby represents that the seller has no knowledge of any material change which has occurred in the affairs of the issuer of the securities which has not been generally disclosed and reported to the [name of securities regulatory authority in the Jurisdiction where the trade takes place], nor has the seller any knowledge of any other material adverse information in regard to the current and prospective operations of the issuer which have not been generally disclosed";

provided that the notice required to be filed under section (ii)(A) and the declaration required to be filed under section (ii)(B) shall be renewed and filed at the end of sixty days after the original date of filing and thereafter at the end of each twenty-eight day period so long as any of the Exchangeable Shares or MEC Class A Shares specified under the original notice have not been sold or until notice has been filed that the Exchangeable Shares or MEC

Class A Shares so specified or any part thereof are no longer for sale;

- (iii) the seller files with the applicable Decision Maker(s) within three days after the completion of any such first trade, a report of the trade in the form prescribed by the Pertinent Legislation;
- (iv) no unusual effort is made to prepare the market or to create a demand for the Exchangeable Shares or MEC Class A Shares, as the case may be, and no extraordinary commission or other consideration is paid in respect of such first trade; and
- (v) the seller (or an affiliated entity) has held the Exchangeable Shares or MEC Class A Shares, as the case may be, and/or the Magna Shares in respect of which the Exchangeable Shares or the MEC Class A Shares, as the case may be, were issued, in the aggregate for a period of at least six months provided that if:
 - (A) the Pertinent Legislation provides that, upon a seller to whom the Control Block Rules apply, acquiring additional securities of a class pursuant to certain prescribed exemptions from prospectus requirements under such legislation, all securities of such class are subject to a hold period commencing the date the last security of the class was acquired under such prescribed exemptions; and
 - (B) the seller acquires Exchangeable Shares or MEC Class A Shares, as the case may be, pursuant to any such prescribed exemptions,

all Exchangeable Shares or MEC Class A Shares, as the case may be, held by the seller will be subject to the hold period prescribed by the Pertinent Legislation, which shall run from the date any such subsequent Exchangeable Shares or MEC Class A Shares, as the case may be, are acquired; or

- (ii) such first trade is executed through the facilities of a stock exchange or market outside of Canada and such first trade is made in accordance with the rules of the stock exchange or market upon which the trade is made in accordance with all laws applicable to such stock exchange or market; and

2. that the requirements contained in the Legislation to issue a press release and file a report with the Decision Makers upon the occurrence of a material change, file interim financial statements and audited annual financial statements with the Decision Makers and deliver such statements to the security holders of Exchangeco, make an annual filing with the Decision Makers in lieu of filing

an information circular and comply with insider reporting requirements shall not apply to Exchangeco or any insider of Exchangeco who is not otherwise an insider of MEC, provided that, at the time that any such requirement would otherwise apply:

- (a) MEC sends to all holders of Exchangeable Shares resident in each province except Quebec and in each territory of Canada all disclosure material that it is required to send to its shareholders pursuant to its Canadian continuous disclosure obligations, including, without limitation, copies of its annual report and all proxy solicitation materials;
- (b) MEC files with the Decision Makers copies of all documents required to be filed by it pursuant to its Canadian continuous disclosure obligations;
- (c) MEC complies with the requirements of the Canadian securities regulatory authorities and the TSE in respect of making public disclosure of material information on a timely basis and forthwith issues in Canada and files with the Decision Makers any such press release that discloses a material change in MEC's affairs;
- (d) prior to or coincident with the distribution of the Exchangeable Shares, Exchangeco provides to each recipient or proposed recipient of Exchangeable Shares resident in Canada (other than a resident of Quebec) a statement that, as a consequence of this Decision Document, Exchangeco and its insiders will be exempt from certain disclosure requirements applicable to reporting issuers and its insiders in Canada, and specifying those requirements Exchangeco and its insiders have been exempted from and identifying the disclosure that will be made in substitution therefor (which may be satisfied by the inclusion of such a statement in the Non-Offering Prospectus);
- (e) Exchangeco complies with the requirements of the Legislation in respect of material changes in the affairs of Exchangeco that would be material to holders of Exchangeable Shares but would not be material to holders of MEC Class A Shares;
- (f) MEC includes in all future mailings of proxy solicitation materials to holders of Exchangeable Shares a clear and concise statement explaining the reason for the mailed material being solely in relation to MEC and not in relation to Exchangeco, such statement to include reference to the economic equivalency between the Exchangeable Shares and the MEC Class A Shares and the right to direct voting at meetings of stockholders of MEC pursuant to the Voting and Exchange Agreement;
- (g) MEC remains the direct or indirect beneficial owner of all the issued and outstanding voting securities of Exchangeco other than the Exchangeable Shares; and
- (h) Exchangeco has not issued any securities to the public other than the Exchangeable Shares.

DATED February 14, 2000.

"Howard I. Wetston"

"R. Stephen Paddon"

THE FURTHER DECISION of the Decision Makers is:

3. that permission or consent to make the listing representation in the prospectus contained in the registration statement on Form S-1 and the Non-Offering Prospectus is hereby granted.

DATED February 14, 2000.

"Margo Paul"

THE FURTHER DECISION of the Decision Makers in Ontario and Saskatchewan is:

4. that the requirement of the Legislation to file and deliver annual information forms (including management's discussion and analysis of the financial condition and results of operations) shall not apply to Exchangeco, provided that, at the time that any such requirement would otherwise apply, the conditions set out in paragraph 2 of this Decision have been complied with; and

February 14th, 2000.

"Margo Paul"

2.1.8 Monrusco Bolton RSP International Growth Fund and Monrusco Bolton Investments Inc. - MRRS Decision

Headnote

Investment by mutual funds in securities of another mutual fund that is under common management for specified purpose exempted from the requirement of section 101, clause 111(2)(b), 111(2)(c) and subsection 111(3), clauses 117(1)(a) and 117(1)(d), subject to certain specified conditions under which an "active" investment structure may be used.

Statutes Cited

Securities Act (Ontario), R.S.O. 1990 c.S.5, as am. ss. 101, 104(2)(c), 111(2)(b), 111(2)(c), 111(3), 113, 117(1)(a), 117(1)(d), 117(2)

IN THE MATTER OF THE SECURITIES LEGISLATION OF ONTARIO AND QUÉBEC

AND

IN THE MATTER OF THE MUTUAL RELIANCE REVIEW SYSTEM FOR EXEMPTIVE RELIEF APPLICATIONS

AND

IN THE MATTER OF MONTRUSCO BOLTON RSP INTERNATIONAL GROWTH FUND AND MONTRUSCO BOLTON INVESTMENTS INC.

DECISION DOCUMENT

WHEREAS the Canadian Securities Regulatory Authority of Regulator (the "**Decision Maker**") in each of Ontario and Québec (the "**Jurisdictions**") has received an application from Monrusco Bolton Investments Inc. ("**Monrusco Bolton**"), as manager and trustee of Monrusco Bolton RSP International Growth Fund (the "**RSP Fund**"), for a decision pursuant to the securities legislation of the Jurisdictions (the "**Legislation**") that the following requirements and restrictions contained in the Legislation (the "**Requirements**") shall not apply in respect of certain investments to be made by the RSP Fund in the Monrusco Select E.A.F.E. Fund (the "**Reference Fund**");

1. the requirements contained in the Legislation requiring the RSP Fund to issue a news release and file a report where the aggregate holdings by the RSP Fund of securities of the Reference Fund exceeds ten percent (10%) of the outstanding securities of such Reference Fund;
2. the requirements contained in the Legislation prohibiting the RSP Fund from knowingly making an investment in a person or company which the mutual fund, alone or together with one or more related mutual funds, is a substantial security holder;

3. the requirements contained in the Legislation prohibiting the RSP Fund from knowingly holding an investment in a person or company which the mutual fund, alone or together with one or more related mutual funds, is a substantial security holder;
4. the requirements contained in the Legislation requiring the management company of a mutual fund to file a report relating to the purchase or sale of securities between the mutual fund and any related person or company, or any transaction in which, by arrangement other than an arrangement relating to insider trading and portfolio securities, the mutual fund is a joint participant with one or more of its related persons or companies;

AND WHEREAS pursuant to the Mutual Reliance Review System for Exemptive Relief Applications (the "**System**"), the Commission des valeurs mobilières du Québec is the principal regulator for this Application;

AND WHEREAS it has been represented by the manager and the RSP Fund to the Decision Makers that:

1. the RSP Fund will be established as an open-end mutual fund trust under the laws of Ontario;
2. the fundamental investment objective of the RSP Fund is to provide long-term capital appreciation. This objective will be achieved by investing in Canadian money-market instruments and by entering into forward contracts and other derivatives that are linked to the returns earned by investors of the Reference Fund and by investing in common shares and other equity securities of European, Australian and Asian issuers. The RSP Fund may from time to time invest in securities of issuers from other geographic regions as well as in units of the Reference Fund while ensuring that units of the RSP Fund do not constitute "foreign property" for registered plans. The RSP Fund will invest to a lesser extent in short-term debt securities and may also hold other securities from time to time when Montrusco Bolton determines it is necessary or desirable for defensive purposes. To the extent allowed under applicable legislation, the RSP Fund may also hold options on such securities as well as futures and options on currencies in which such securities have been issued or on various equity market indices;
3. the units of the Reference Fund are qualified for distribution under a simplified prospectus and annual information form dated June 1, 1999;
4. the registered office of Montrusco Bolton is situated in Québec. Montrusco Bolton is a federal corporation. It will be the trustee, manager and promoter of the RSP Fund and is the manager and promoter of the Reference Fund. The trustee of the Reference Fund is Royal Trust Company;
5. the Reference Fund is a reporting issuer (or equivalent) under the securities laws of each province and is not in default of any requirements of the *Securities Act* (Québec) or the *Securities Act* (Ontario);

6. units of the RSP Fund will be eligible investments for registered retirement savings plans, registered retirement income funds and deferred profits sharing plans;
7. the RSP Fund's structure will permit investors in registered plans to increase their effective exposure to foreign securities above the current twenty percent (20%) limit on direct investments in the Reference Fund. The result is that the RSP Fund's performance should, with respect to eighty percent (80%) of its net asset value, follow closely the performance of the Reference Fund;
8. in order to achieve its investment objective, the RSP Fund will enter into forward contracts with one or more financial institutions (the "**Counterparties**") for terms of up to ninety-five (95) days;
9. the RSP Fund and the Counterparties will enter into forward contracts for cash settlement at the end of each applicable period;
10. substantially all payments received by the RSP Fund from the Counterparty under the forward contracts will be invested in money market investments, such as treasury bills and BAs, and a significant amount will be held in bank deposits (collectively, "money market investments"). These money market investments will support the Fund's obligations under the forward contracts and constitute the cash cover;
11. the Fund may acquire for its own account units of the Reference Fund (the "**Permitted RSP Fund Investment**") or securities described in paragraph 2 above up to the foreign property limit permitted under the *Income Tax Act* (Canada) (the "**Foreign Property Maximum**");
 1. The investment in, or redemption of, securities of the Reference Fund by the RSP Fund represents the business judgment of responsible persons uninfluenced by considerations other than the best interests of the RSP Funds.

AND WHEREAS pursuant to the System, this Decision Document evidences the decision of each Decision Maker (collectively, the "**Decision**");

AND WHEREAS each Decision Maker is satisfied that the test contained in the Legislation that provides the Decision Maker with the jurisdiction to make the Decision has been met.

The Decision of the Decision Makers pursuant to the Legislation is that the Requirements shall not apply to the purchase and sale by the RSP Fund of units of the Reference Fund.

This Decision, as it relates to the jurisdiction of a Decision Maker, will terminate one year after the publication in final form of any legislation or rule of that Decision Maker dealing with the matters in clause 2.04(4)(b) of National Policy Statement No. 39.

This Decision will only apply in respect of investments in, or transactions with, the Reference Fund that are made by the RSP Fund in compliance with the following conditions:

- (a) the investment by the RSP Fund in the Reference Fund is compatible with the fundamental investment objective of the RSP Fund;
- (b) the RSP Fund and the Reference Fund are under common management and the Reference Fund's securities are offered for sale in the jurisdiction of the Decision Maker pursuant to a prospectus which has been filed with and accepted by the Decision Maker;
- (c) except as provided in condition (f) below the RSP Fund restricts its aggregate direct investments in the Reference Fund to a percentage of its assets that is within the Foreign Property Maximum;
- (d) the prospectus of the RSP Fund describes the intent of the RSP Fund to invest in the Reference Fund;
- (e) the RSP Fund may change the Permitted RSP Fund Investments if it changes its fundamental investment objectives in accordance with the Legislation;
- (f) if at any time, the assets of the RSP Fund that are invested in the Reference Fund exceed the Foreign Property Maximum under the Decision, the necessary changes are made in the RSP Fund's investment portfolio as at the next valuation date of the RSP Fund in order to bring the RSP Fund's investment portfolio into conformity with the Foreign Property Maximum;
- (g) there are compatible dates for the calculation of the net asset value of the RSP Fund and the Reference Fund for the purpose of the issue and redemption of the securities of such mutual funds;
- (h) in the event of the provision of any notice to securityholders of the Reference Fund as required by the constating documents of the Reference Fund or by the laws applicable to the Reference Fund, such notice will also be delivered to the securityholders of the RSP Fund. All voting rights attached to the securities of the Reference Fund which are owned by the RSP Fund will be passed through to the securityholders of the RSP Fund. In the event that a securityholders' meeting is called for the Reference Fund, all of the disclosure and notice material prepared in connection with such meeting will be provided to the securityholders of the RSP Fund and such securityholders will be entitled to direct a representative of the RSP Fund to vote that RSP Fund's holding in the Reference Fund in accordance with their direction. The representative of the RSP Fund will not be permitted to vote the RSP Fund's holdings in the Reference Fund except to the extent the securityholders of the RSP Fund so direct;
- (i) no sales charges are payable by the RSP Fund in relation to its purchases of securities of the Reference Fund;
- (j) no redemption fees or other charges are charged by the Reference Fund in respect of the redemption by the

RSP Fund of securities of the Reference Fund owned by the RSP Fund;

- (k) no fees and charges of any sort are paid by the RSP Fund or by the Reference Fund or by the manager or a principal distributor of the RSP Fund or the Reference Fund or by any affiliate or associate of any of the foregoing entities to anyone in respect of the RSP Fund's investment in, or redemption of, the securities of the Reference Fund;
- (l) the arrangements between or in respect of the RSP Fund and the Reference Fund are such as to avoid the duplication of management fees or incentive fees;
- (m) in addition to receiving the annual and, upon request, the semi-annual financial statements of the RSP Fund, securityholders of the RSP Fund will receive the annual and, upon request, the semi-annual financial statements of the Reference Fund in either a combined report, containing both the RSP Fund's and Reference Fund's financial statements, or in a separate report containing the Reference Fund's financial statements; and
- (n) to the extent that the RSP Fund and the Reference Fund do not use a combined simplified prospectus and annual information form containing disclosure about the RSP Fund and the Reference Fund, copies of the simplified prospectus, annual information form and financial statements relating to the Reference Fund may be obtained upon request by a securityholder of the RSP Fund.

January 11th, 2000.

"Viateur Gagnon"

"Guy Lemoine"

2.1.9 Sunetco Investment Service Inc. - MRRS Decision

Headnote

Representatives of mutual fund dealer exempted from the implicit prohibition against payment of commission/fee rebates to clients who switch investments from one mutual fund to another mutual fund related to the dealer, subject to specified conditions.

National Instrument Cited

NI 81-105, ss. 7.1(a) & (b), 9.1(1) and Part

**IN THE MATTER OF
NATIONAL INSTRUMENT 81-105**

AND

**IN THE MATTER OF
THE MUTUAL RELIANCE REVIEW SYSTEM
FOR EXEMPTIVE RELIEF APPLICATIONS**

AND

**IN THE MATTER OF
SUNETCO INVESTMENT SERVICES INC.**

MRRS DECISION DOCUMENT

WHEREAS the local securities regulatory authority or regulator (the "Decision Maker") in each of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Nova Scotia, New Brunswick, Prince Edward Island, Newfoundland, Yukon Territory, Northwest Territories and the Territory of Nunavut (the "Jurisdictions") has received an application, filed by Sunetco Investment Services Inc. ("Sunetco") on its own behalf and on behalf of its representatives from time to time, for a decision pursuant to section 9.1 of National Instrument 81-105 ("NI 81-105") that the prohibition contained in clause 7.1(1)(b) of NI 81-105 against certain rebates of redemption commissions or fees ("Rebate" or "Rebates") shall not apply to Rebates payable by representatives of Sunetco to clients who switch their investments from third party products to other mutual funds managed by an affiliate of Sunetco;

AND WHEREAS under the Mutual Reliance Review System for Exemptive Relief Applications (the "System"), the Ontario Securities Commission is the principal regulator for this application;

AND WHEREAS Sunetco has represented to the Decision Makers as follows:

1. Sunetco is registered under the securities laws of each of the Jurisdictions in the category of mutual fund dealer, other than in the Province of Quebec, where it was so registered until the coming into force of *An Act respecting the distribution of financial products and services* (Quebec) on October 1, 1999 and will be registered thereunder, effective as of that date, as a firm in the sector of, among others, group savings plan

brokerage. The head office of Sunetco is located in Ontario.

2. Sunetco is a wholly owned subsidiary of Sun Life Assurance Company of Canada ("SLA"), which also owns Spectrum United Mutual Funds Inc. ("Spectrum") and MFS Institutional Advisors, Inc. ("MFS") and controls McLean Budden Limited ("McLean Budden").
3. Because of its relationship to SLA, Sunetco is a member of the organization of the open-end mutual funds constituting the Spectrum United Mutual Funds (the "Spectrum Funds"), of which there are currently 37. Spectrum is the manager of the Spectrum Funds, and McLean Budden and MFS are portfolio advisers to certain Spectrum Funds.
4. Sunetco is also a member of the organization of the open-end mutual funds constituting the McLean Budden Managed Funds (the "McLean Budden Funds"), of which there are currently six. McLean Budden is the manager and portfolio adviser of the McLean Budden Funds.
5. The securities of all Spectrum Funds, other than, in certain circumstances, the money market funds, may be purchased on a front-end or back-end sales charge basis. When an investor purchases securities of a Spectrum Fund on the back-end sales charge basis, the investor does not pay a sales charge at the time of purchase. However, a deferred sales charge ("DSC"), which diminishes annually as a percentage of the original cost of the Spectrum Fund securities so purchased, applies to the redemption of such securities during the first seven years after purchase, subject to an annual DSC-free redemption allowance for a prescribed number of securities as disclosed in the prospectus of the Spectrum Funds.
6. No McLean Budden Fund is offered for distribution on the back-end sales charge basis.
7. Sunetco is a participating dealer in the distribution of most mutual funds in Canada, including the Spectrum Funds and the McLean Budden Funds. Sunetco is not a principal distributor for any Spectrum Fund, McLean Budden Fund or any other mutual fund.
8. Sunetco does not provide any incentive to any of its representatives for recommending to their clients securities of the Spectrum Funds, McLean Budden Funds or any other mutual fund family over those of another mutual fund family.
9. No representative of Sunetco has an equity interest in Sunetco or any other member of the organization of the Spectrum Funds.
10. Unless the exemption applied for is granted, a client who effects an early redemption of mutual fund securities that are subject to a DSC and uses the proceeds thereof to purchase securities of a Spectrum Fund on the back-end sales charge basis could not have the benefit of a Rebate from a Sunetco representative, while a client who uses the proceeds

of such redemption to purchase securities of a mutual fund unrelated to Sunetco could have the benefit of a Rebate from the Sunetco representative.

AND WHEREAS under the System, this MRRS Decision Document evidences the decision of each Decision Maker (collectively, the "Decision");

THE DECISION of the Decision Makers under subsection 9.1(1) of NI 81-105 is that the present and future representatives of Sunetco shall be exempt from the prohibition contained in clause 7.1(1)(b) of NI 81-105 against the payment of Rebates, to the extent necessary to permit Rebates to be paid by such representatives to clients who purchase Spectrum Fund securities on a back-end sales charge basis, following an early redemption of securities of another mutual fund that is unrelated to Sunetco, provided that

- (a) in respect of each such Rebate to be paid by a Sunetco representative to a client,
 - (i) the cost of such Rebate is borne by the representative, and no direct or indirect reimbursement or other compensation is payable by Sunetco or any other member of the organization of the Spectrum Funds to the representative, and
 - (ii) the representative and Sunetco comply with the provisions of clause 7.1(1)(a) of NI 81-105;
- (b) Sunetco complies with the disclosure and consent provisions of Part 8 of NI 81-105;
- (c) the clients of Sunetco are advised, in advance, that any Rebate in connection with the reinvestment of the proceeds of an early redemption of the clients' mutual fund securities that are subject to DSC
 - (i) will be available to the clients regardless of the mutual fund securities in which such reinvestment is made; and
 - (ii) will not be conditional upon the purchase of Spectrum Fund securities;
- (d) Sunetco's representatives are not, and shall not in the future be, subject to quotas (express or implied) in respect of the distribution of Spectrum Funds and shall continue to be entitled to offer competing products to their clients;
- (e) neither Sunetco nor any of its affiliates shall provide any incentive (express or implied) to any representative for recommending Spectrum Funds over third party products; and

- (f) this Decision shall cease to be operative with respect to a Decision Maker following the entry into force of a rule of that Decision Maker, which replaces or amends section 7.1 of NI 81-105.

February 22nd, 2000.

"J. A. Geller"

"R. Stephen Paddon"

2.2 Orders

2.2.1 3612821 Canada Inc. - s. 83

Headnote

Issuer deemed to have ceased to be reporting issuer under the Act.

Statutes Cited

Securities Act, R.S.O. 1990, c. S.5, as am., ss. 1(1), 6(3) and 83.

**IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1990, CHAPTER S.5, AS AMENDED (THE "ACT")**

AND

**IN THE MATTER OF
3612821 CANADA INC.**

**ORDER
(Section 83)**

WHEREAS 3612821 Canada Inc., a corporation continued under the laws of Canada, has applied for an order pursuant to section 83 of the Act;

AND UPON it being represented that 3612821 Canada Inc. has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the undersigned Manager being satisfied that to do so would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 83 of the Act that 3612821 Canada Inc. is deemed to have ceased to be a reporting issuer for the purposes of the Act.

February 16th, 2000.

"Margo Paul"

2.2.2 Far East Gold Inc. - s. 83

Headnote

Issuer deemed to have ceased to be reporting issuer under the Act.

Statutes Cited

Securities Act, R.S.O. 1990, c. S.5, as am., ss. 1(1), 6(3) and 83.

**IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1990, CHAPTER S.5, AS AMENDED (THE "ACT")**

AND

**IN THE MATTER OF
FAR EAST GOLD INC.**

**ORDER
(Section 83)**

WHEREAS Far East Gold Inc., a corporation formed under the laws of Ontario, has applied for an order pursuant to section 83 of the Act;

AND UPON it being represented that Far East Gold Inc. has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the undersigned Manager being satisfied that to do so would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 83 of the Act that Far East Gold Inc. is deemed to have ceased to be a reporting issuer for the purposes of the Act.

February 9th, 2000.

"Heidi Franken"

2.2.3 Journey's End Montreal Hotel (A Co-Tenancy) - s. 83

Headnote

Section 83 of the Ontario Securities Act - Reporting issuer deemed to have ceased to be a reporting issuer - less than fifteen security holders remaining.

Applicable Ontario Statutes

Securities Act, R.S.O. 1990, c.S.5, as am., ss.1(1) and 83.

**IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1990, CHAPTER S.5, AS AMENDED (the "Act")**

AND

**IN THE MATTER OF
JOURNEY'S END MONTREAL HOTEL (A CO-TENANCY)**

**ORDER
(Section 83 of the Act)**

WHEREAS Journey's End Montreal Hotel (A Co-Tenancy), a co-ownership formed under the laws of Quebec, has applied for an order pursuant to section 83 of the Act that it shall be deemed to have ceased to be a reporting issuer;

AND UPON it being represented that all of the outstanding securities of Journey's End Montreal Hotel (A Co-Tenancy) were acquired by Westmont Corp. as of December 2, 1999;

AND UPON the Director being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 83 of the Act, that Journey's End Montreal Hotel (A Co-Tenancy) is deemed to have ceased to be a reporting issuer under the Act.

February 21st, 2000.

"Iva Vranic"

2.2.4 MRF 1999 II Limited Partnership - scl. 80(b)(iii)

Headnote

Issuer exempted from the interim financial reporting requirements for first and third quarter of each fiscal year - Exemption terminates upon the occurrence of a material change in the business affairs of the Issuer unless the Commission is satisfied that the exemption should continue.

Statutes Cited

Securities Act, R.S.O. 1990, c.S.5, as am., ss. 77(1), 79, 80(b)(iii).

**IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1990, CHAPTER S.5, AS AMENDED (the "Act")**

AND

**IN THE MATTER OF
MRF 1999 II LIMITED PARTNERSHIP**

**ORDER
(Subclause 80(b)(iii) of the Act)**

UPON the application of MRF 1999 II Limited Partnership (the "Partnership") to the Ontario Securities Commission (the "Commission") for an order pursuant to subclause 80(b)(iii) of the Act exempting the Partnership from the requirements of subsection 77(1) and section 79 of the Act to file with the Commission and send to its securityholders interim financial statements for each of the first and third quarters of each of the Partnership's fiscal years;

AND UPON considering the application and the recommendation of the staff of the Commission;

AND UPON the Partnership having represented to the Commission as follows:

1. The Partnership is a limited partnership formed pursuant to the *Limited Partnerships Act* (Ontario) on September 7, 1999.
2. The Partnership was formed to invest in certain common shares ("Flow-Through Shares") of resource companies whose common shares are publicly traded ("Public Resource Companies").
3. The Partnership will enter into agreements ("Resource Agreements") with Public Resource Companies. Under the terms of each Resource Agreement, the Partnership will subscribe for Flow-Through Shares of the Public Resource Company and the Public Resource Company will incur and renounce to the Partnership, in amounts equal to the subscription price of the Flow-Through Shares, expenditures in respect of resource exploration which qualify as Canadian exploration expenses and which may be renounced as Canadian exploration expenses to the Partnership.

4. On November 19, 1999, the director issued a receipt for the prospectus of the Partnership dated November 18, 1999 (the "Prospectus") relating to an offering of up to 2,000,000 units of the Partnership (the "Partnership Units").
5. The Prospectus contained disclosure that the Partnership intends to apply for an order from the Commission exempting it from the requirements to file and distribute financial statements of the Partnership in respect of the first and third quarters of each fiscal year of the Partnership.
6. The Partnership Units will not be listed or quoted for trading on any stock exchange or market.
7. At the time of purchase or transfer of Partnership Units, each purchaser or transferee consents to the application by the Partnership for an order from the Commission exempting the Partnership from the requirements to file and distribute financial statements of the Partnership in respect of the first and third quarters of each fiscal year of the Partnership.
8. On or about May 31, 2001, the Partnership will be liquidated and the limited partners of the Partnership ("Limited Partners") will receive their pro rata share of the net assets of the Partnership. It is the current intention of the general partner of the Partnership to propose prior to the dissolution that the Partnership enter into an agreement with Middlefield Growth Fund Limited (the "Mutual Fund"), an open end mutual fund, whereby assets of the Partnership would be exchanged for shares of the Mutual Fund. Upon dissolution, Limited Partners would receive their pro rata share of the shares of the Mutual Fund.
9. The Limited Partners will obtain adequate financial information concerning the Partnership from the semi-annual financial statements and the annual report containing audited financial statements of the Partnership, together with the auditors' report thereon, distributed to the Limited Partners.
10. Given the limited range of business activities to be conducted by the Partnership and the nature of the investment of the Limited Partners in the Partnership, the provision by the Partnership of interim financial statements in respect of the first and third quarters of each fiscal year of the Partnership will not be of significant benefit to the Limited Partners and may impose a material financial burden on the Partnership.

IT IS ORDERED pursuant to subclause 80(b)(iii) of the Act, that the Partnership be exempted from the requirement to file pursuant to subsection 77(1) of the Act and to send pursuant to section 79 of the Act, interim financial statements for the first and third quarters of each fiscal year of the Partnership, provided that this exemption shall terminate thirty days after the occurrence of a material change in the affairs of the Partnership unless the Partnership satisfies the Commission that the exemption should continue.

February 18th, 2000.

"J. A. Geller"

"Robert W. Davis"

AND UPON the Commission being of the opinion that to do so would not be prejudicial to the public interest;

2.3 Rulings

2.3.1 Critical Path, Inc. and The Docspace Company Inc. - ss. 74(1)

Headnote

Subsection 74 (1) -Registration and prospectus relief granted in respect of trades in connection with merger transaction in which exchangeable shares are issued where statutory exemptions are unavailable for technical reasons-first trade of securities of US public company issued on the exchange of exchangeable shares subject to section 72 (5) and section 2.18 (3) of Rule 45-501 unless such trade is made through the facilities of a stock exchange outside of Ontario or NASDAQ since US public company is a non-reporting issuer and Ontario shareholders have a de minimus position

Statutes Cited

Securities Act, R.S.O. 1990, c.S.5, as am. sections 25, 53, 72(5), 74(1)

Rules Cited

Rule 45-501 -Exempt Distributions

**IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1990, CHAPTER S.5, AS AMENDED (the "Act")**

AND

**IN THE MATTER OF
CRITICAL PATH, INC. AND
THE DOCSPACE COMPANY INC.**

**RULING
(Subsection 74(1))**

UPON the application of Critical Path, Inc. ("CP"), on its own behalf and on behalf of The docSpace Company Inc. ("docSpace") to the Ontario Securities Commission (the "Commission") for a ruling, pursuant to subsection 74(1) of the Act, that certain trades in securities made in connection with an acquisition (the "Transaction") of docSpace by CP pursuant to a merger agreement and plan of reorganization (the "Merger Agreement") entered into as of November 3, 1999, between CP, Compass Holding Corp., Compass Acquisition Corp., 3034996 Nova Scotia Company ("Holding ULC"), 3034997 Nova Scotia Company ("Amalgamation Sub") and docSpace, shall not be subject to section 25 or 53 of the Act;

AND UPON considering the application and the recommendation of staff of the Commission;

AND UPON CP and docSpace having represented to the Commission as follows:

1. CP was incorporated under the laws of the state of California on February 19, 1997.
2. Shares of CP common stock (the "CP Common Shares") are quoted on NASDAQ. CP will file with NASDAQ the required form of application for the listing of all additional

CP Common Shares issuable in connection with the Transaction, including pursuant to the exchange of all issuable Exchangeable Shares (as defined below), and will pay to NASDAQ all required fees in connection therewith. CP is currently subject to the informational requirements of the United States Securities Exchange Act of 1934, as amended (the "Exchange Act"). CP is not a "reporting issuer" under the Act or under the securities legislation of any province of Canada.

3. CP is a provider of full-service e-mail and messaging solutions to Internet service providers, web hosting companies, web portals, telecommunications companies and corporations.
4. CP's principal executive offices are located at 320 First Street, San Francisco, California, USA.
5. As of October 1, 1999, the authorized capital stock of CP consisted of 50,000,000 CP Common Shares, no par value, of which 6,000,000 CP Common Shares were issued and outstanding, and 200,000,000 shares of Series A preferred stock (the "Series A Preferred Shares"), no par value, of which 79,268,080 Series A Preferred Shares were issued and outstanding. As part of the Transaction, CP will issue a share of its newly created special voting stock (the "Special Voting Share") to a Canadian trust company (the "Trustee") in accordance with the Voting and Exchange Trust Agreement (described below).
6. docSpace was amalgamated under the laws of the Province of Ontario on August 1, 1999.
7. docSpace is a "private company" as defined in the Act, and is not a "reporting issuer" under the Act or under the securities legislation of any other province.
8. docSpace is in the business of providing web-based applications for secure file delivery, storage and collection to Internet service providers, application service providers and business outsource processing firms world-wide.
9. docSpace's principal executive offices are located at 156 Front Street West, Suite 505, Toronto, Ontario, Canada.
10. The authorized capital of docSpace consists of an unlimited number of common shares ("docSpace Common Shares"), of which 42 shares are issued and outstanding as at the date hereof. Of the 61 holders of docSpace Common Shares, 37 are resident in the Province of Ontario. Of the 61 holders of docSpace Common Shares, 40 are present employees of docSpace and 2 are ex-employees of docSpace. If the transaction was effected as a take-over bid it would be exempt under the private issuer exemption set out in section 93(1)(d) the Act.
11. Compass Holding Corp. is a Delaware corporation and a wholly owned subsidiary of CP and was formed on October 29, 1999, for the purpose of participating in the Transaction.

12. Compass Holding Corp. will hold all of the shares of Compass Acquisition Corp.
13. Compass Acquisition Corp. is a Delaware corporation and a wholly owned subsidiary of Compass Holding Corp. and was formed on October 25, 1999, for the purpose of participating in the Transaction. Compass Acquisition Corp. will hold all of the shares of Holding ULC.
14. Holding ULC is a Nova Scotia unlimited liability company and a wholly owned subsidiary of Compass Acquisition Corp. and was formed on November 2, 1999, for the purpose of participating in the Transaction.
15. The authorized capital of Holding ULC consists of 100,000,000 common shares, 1,000 of which are issued and held by Compass Acquisition Corp.
16. Holding ULC will hold all of the shares of Amalgamation Sub and, following the Second Amalgamation (as described and defined below), will hold all of the common shares of the company resulting from that amalgamation ("Exchangeco"). Holding ULC will also hold certain call rights under the terms of the Class A non-voting preference shares of Exchangeco (the "Exchangeable Shares").
17. Amalgamation Sub is a Nova Scotia unlimited liability company and a wholly owned subsidiary of Holding ULC and was formed on November 2, 1999, for the purpose of participating in the Transaction.
18. The authorized capital of Amalgamation Sub consists of 100,000,000 common shares, 1,000 of which are issued and held by Holding ULC.
19. Pursuant to the Second Amalgamation (as described and defined below), Amalgamation Sub will amalgamate with docSpace ULC to form Exchangeco.
20. Exchangeco will be the surviving company after the amalgamation of docSpace ULC and Amalgamation Sub. The authorized capital of Exchangeco will consist of 1,000,000,000 common shares (the "Exchangeco Common Shares"), all of which will be held indirectly by CP through Holding ULC, 1,000,000,000 Exchangeable Shares and 1,000,000,000 Class B non-voting preference shares (the "Class B Shares").
21. The Transaction requires, among other things, unanimous approval of the Transaction by docSpace security-holders by execution of a counterpart signature page to a Shareholder Implementation Agreement. Together with the Shareholder Implementation Agreement, docSpace security-holders will receive a Disclosure Binder which includes, among certain Transaction documents, certain information regarding CP which has been made publicly available in accordance with the Exchange Act.
22. Upon the initial closing of the Transaction, Holding ULC will acquire all of the issued and outstanding docSpace Common Shares held by holders resident in the United States and holders who are United States persons ("U.S. Sellers"), in exchange for cash and CP Common Shares. The aggregate amount of purchase price consideration payable to each U.S. Seller for each docSpace Common Share held by that U.S. Seller will be equal; however, the form of consideration (cash or shares) to be allocated to each U.S. Seller may be different.
23. Each of the docSpace shareholders who are not U.S. Sellers will be permitted to elect to contribute all of that shareholder's docSpace Common Shares to a holding company (each, a "Holding Company") to be newly established to hold those shares (and the securities into which they are subsequently exchanged).
24. Pursuant to the amalgamation (the "First Amalgamation") of docSpace with a newly formed wholly-owned Nova Scotia unlimited liability company to form an unlimited liability company ("docSpace ULC"), each holder of a docSpace Common Share will receive one common share in the capital of docSpace ULC (a "docSpace ULC Common Share").
25. Pursuant to the amalgamation (the "Second Amalgamation") of docSpace ULC with Amalgamation Sub (the company formed being "Exchangeco"), each holder of a docSpace ULC Common Share will receive one Class B Share of Exchangeco and the holder of Amalgamation Sub common shares will receive Exchangeco Common Shares.
26. Pursuant to the amendment of the memorandum and articles of association of Exchangeco (the "Reorganization"), all Class B Shares held by Holding ULC will be exchanged for Exchangeco Common Shares, all other Class B Shares will be exchanged for cash and Exchangeable Shares and the Voting and Exchange Trust Agreement will become effective. The aggregate amount of consideration received by each holder (other than Holding ULC) for each exchanged Class B Share held by that holder will be equal; however, the form of consideration (cash or Exchangeable Shares) to be received by each holder may be different.
27. The Exchangeable Shares, together with the Voting and Exchange Trust Agreement and Exchangeable Share Support Agreement described below, will provide holders thereof with a security of a Canadian issuer having economic and voting rights which are, as nearly as practicable, equivalent to those of a CP Common Share. Exchangeable Shares will be received by certain Canadian holders of docSpace Common Shares on a Canadian tax-deferred rollover basis. The Exchangeable Shares will be exchangeable by a holder thereof for CP Common Shares on a one-for-one basis at any time at the option of the holder and will be required to be exchanged upon the occurrence of certain events, as more fully described below. Subject to applicable law, dividends will be payable on the Exchangeable Shares contemporaneously and in the equivalent amount per share as dividends on the CP Common Shares, although currently no dividends are anticipated to be paid on the CP Common Shares. The number of Exchangeable Shares exchangeable for the CP Common Shares is subject to adjustment or modification in the event of a stock split or other change to the capital structure of CP

so as to maintain at all times the initial one-to-one relationship between the Exchangeable Shares and CP Common Shares.

28. The Exchangeable Shares will rank prior to the Class B Shares and the Exchangeco Common Shares with respect to the payment of dividends and the distribution of property or assets in the event of the liquidation, dissolution or winding-up of Exchangeco, whether voluntary or involuntary, or any other distribution of property or assets of Exchangeco among its shareholders for the purpose of winding-up its affairs. The rights, privileges, restrictions and conditions attaching to the Exchangeable Shares (the "Exchangeable Share Provisions") will provide that each Exchangeable Share will entitle the holder to dividends from Exchangeco payable at the same time as, and equivalent to, each dividend paid by CP on a CP Common Share; provided that in the case of a stock dividend declaration on the CP Common Shares, in lieu of declaring a corresponding stock dividend on the Exchangeable Shares, the Board of Directors of Exchangeco may, in its discretion and subject to applicable law, subdivide, redivide or change (the "subdivision") each issued and unissued Exchangeable Share on the basis that each Exchangeable Share before the subdivision becomes a number of Exchangeable Shares as is equal to the sum of (a) a CP Common Share and (b) the number of CP Common Shares to be paid as a stock dividend on each CP Common Share. The record date for the determination of the holders of Exchangeable Shares entitled to receive Exchangeable Shares in connection with any subdivision of Exchangeable Shares and the effective date of that subdivision will be the same dates as the record date and payment date, respectively, for the corresponding stock dividend declared on CP Common Shares.
29. The Exchangeable Shares will be non-voting (except as required by the Exchangeable Share Provisions or by applicable law) and will be retractable at the option of the holder at any time. Subject to the overriding retraction call right of Holding ULC referred to below in this paragraph, upon retraction the holder will be entitled to receive from Exchangeco for each Exchangeable Share retracted an amount equal to the current market price of a CP Common Share on the last business day prior to the retraction date, to be satisfied by the delivery of one CP Common Share, together with, on the designated payment date therefor, all declared and unpaid dividends on each such retracted Exchangeable Share held by the holder on any dividend record date prior to the date of retraction (that aggregate amount, the "Retraction Price"). Upon being notified by Exchangeco of a proposed retraction of Exchangeable Shares, Holding ULC will have an overriding retraction call right to purchase from the holder all of the Exchangeable Shares that are the subject of the retraction notice for a price per share equal to the Retraction Price.
30. Subject to applicable law and the overriding redemption call right of Holding ULC referred to below in this paragraph, Exchangeco will redeem all but not less than all of the then outstanding Exchangeable Shares five years after the initial closing date of the Transaction (the

"Redemption Date"). In certain circumstances the Board of Directors of Exchangeco may accelerate the Redemption Date. Upon that redemption, a holder will be entitled to receive from Exchangeco for each Exchangeable Share redeemed an amount equal to the current market price of a CP Common Share on the last business day prior to the Redemption Date, to be satisfied by the delivery of one CP Common Share, together with, on the designated payment date therefor, all declared and unpaid dividends on each redeemed Exchangeable Share held by the holder on any dividend record date prior to the Redemption Date (that aggregate amount, the "Redemption Price"). Upon being notified by Exchangeco of a proposed redemption of Exchangeable Shares, Holding ULC will have an overriding redemption call right to purchase on the Redemption Date all but not less than all of the then outstanding Exchangeable Shares (other than Exchangeable Shares held by affiliates of CP) for a price per share equal to the Redemption Price. Upon the exercise of the overriding redemption call right by Holding ULC, holders will be obligated to sell their Exchangeable Shares to Holding ULC.

If Holding ULC exercises its overriding redemption call right, Exchangeco's right and obligation to redeem the Exchangeable Shares on the Redemption Date will terminate.

31. Subject to the overriding liquidation call right of Holding ULC referred to below in this paragraph, in the event of the liquidation, dissolution or winding-up of Exchangeco, holders of Exchangeable Shares will be entitled to put their shares to CP in exchange for CP Common Shares pursuant to the Voting and Exchange Trust Agreement (as described below). Upon a proposed liquidation, dissolution or winding-up of Exchangeco, Holding ULC will have an overriding liquidation call right to purchase from all but not less than all of the holders of Exchangeable Shares (other than Exchangeable Shares held by affiliates of CP) on the effective date of such liquidation, dissolution or winding-up (the "Liquidation Date") all but not less than all of the Exchangeable Shares held by each such holder for a price per share equal to the current market price of a CP Common Share on the last business day prior to the Liquidation Date, to be satisfied by the delivery of one CP Common Share, together with an additional amount equivalent to the full amount of all declared and unpaid dividends on each such Exchangeable Share held by such holder on any dividend record date prior to the date of purchase by Holding ULC.
32. Upon the liquidation, dissolution or winding-up of CP, all Exchangeable Shares held by holders (other than Exchangeable Shares held by affiliates of CP) will be automatically exchanged for CP Common Shares pursuant to the Voting and Exchange Trust Agreement (as described below), in order that holders of Exchangeable Shares will be able to participate in the dissolution of CP on a *pro rata* basis with the holders of CP Common Shares.
33. Upon the exchange of an Exchangeable Share for a CP Common Share, the holder of the Exchangeable Share

will no longer be a beneficiary of the trust created by the Voting and Exchange Trust Agreement that holds the Special Voting Share (as described in greater detail below).

34. The Special Voting Share will be authorized for issuance pursuant to the Merger Agreement and, upon the initial closing, will be issued to the Trustee appointed under the Voting and Exchange Trust Agreement. Except as otherwise required by applicable law or the CP certificate of incorporation, the Special Voting Share will be entitled to the number of votes, exercisable at any meeting of the holders of CP Common Shares, equal to the number of Exchangeable Shares outstanding from time to time not owned by CP and its affiliates. The holders of the CP Common Shares and the holder of the Special Voting Share will vote together as a single class on all matters, except as may be required by applicable law or the CP certificate of incorporation. Holders of Exchangeable Shares will exercise the voting rights attached to the Special Voting Share through the mechanism of the Voting and Exchange Trust Agreement (described below). The holder of the Special Voting Share will not be entitled to receive dividends from CP and, in the event of any liquidation, dissolution or winding-up of CP, will receive an amount equal to the par value thereof.

When the Special Voting Share has no votes attached to it because there are no Exchangeable Shares outstanding not owned by CP and its affiliates, the Special Voting Share will be cancelled.

35. The Special Voting Share will be issued to and held by the Trustee for the benefit of the holders of the Exchangeable Shares outstanding from time to time (other than CP and its affiliates) pursuant to a Voting and Exchange Trust Agreement to be entered into by CP, Exchangeco and the Trustee contemporaneously with the initial closing of the Transaction and effective upon the Reorganization. Each voting right attached to the Special Voting Share must be voted by the Trustee pursuant to the instructions of the holder of the related Exchangeable Share. In the absence of any instructions from a holder as to voting, the Trustee will not be entitled to exercise the related voting rights. Upon the exchange of all of a holder's Exchangeable Shares for CP Common Shares, all rights of that holder of Exchangeable Shares to instruct the Trustee to exercise votes attached to the Special Voting Share will cease.
36. Under the Voting and Exchange Trust Agreement, CP will grant to the Trustee for the benefit of the holders of the Exchangeable Shares a right (the "Exchange Right"), exercisable upon the insolvency of Exchangeco, to require CP to purchase from a holder of Exchangeable Shares all or any part of the Exchangeable Shares held by that holder. The purchase price for each Exchangeable Share purchased by CP under the Exchange Right will be an amount equal to the current market price of a CP Common Share on the last business day prior to the day of closing the purchase and sale of that Exchangeable Share under the Exchange Right, to be satisfied by the delivery to the Trustee, on behalf of the holder, of one CP Common Share, together with an additional amount equivalent to the full amount of

all declared and unpaid dividends on that Exchangeable Share held by the holder on any dividend record date prior to the closing of the purchase and sale.

37. Under the Voting and Exchange Trust Agreement, upon the liquidation, dissolution or winding-up of CP, CP will be required to purchase each outstanding Exchangeable Share, and each holder will be required to sell the Exchangeable Shares held by that holder (those purchase and sale obligations are hereafter referred to as the "Automatic Exchange Right"), for a purchase price per share equal to the current market price of a CP Common Share on the fifth business day prior to the effective date of the liquidation, dissolution or winding-up of CP, to be satisfied by the delivery to the Trustee, on behalf of the holder, of one CP Common Share, together with an additional amount equivalent to the full amount of all declared and unpaid dividends on each such Exchangeable Share held by the holder on any dividend record date prior to the date of the exchange.
38. Contemporaneously with the initial closing of the Transaction and effective upon the Reorganization, CP, Exchangeco and Holding ULC will enter into an Exchangeable Share Support Agreement which will provide: (a) that CP will not declare or pay any dividends on the CP Common Shares unless Exchangeco is able to declare and pay, and simultaneously declares and pays, as the case may be, an equivalent dividend on the Exchangeable Shares provided that in the case of a stock dividend declaration of the CP Common Shares, Exchangeco is able to subdivide and subdivides each issued and unissued Exchangeable Share in the manner described above in lieu of declaring a corresponding stock dividend on the Exchangeable Shares; (b) that CP will ensure that Exchangeco and Holding ULC will be able to honour the redemption and retraction rights and dissolution entitlements that are attributes of the Exchangeable Shares under the Exchangeable Share Provisions and the related redemption, retraction and liquidation call rights described above; and (c) that CP will cause Holding ULC to exercise its overriding retraction call right if required to do so by a holder of Exchangeable Shares in the event that CP becomes a "specified financial institution" (as that term is defined in the *Income Tax Act* (Canada)), or does not deal at arm's length with such a person.
39. The Exchangeable Share Support Agreement and the Exchangeable Share Provisions will provide that, without the prior approval of Exchangeco and the holders of the Exchangeable Shares, CP will not issue or distribute additional CP Common Shares, securities exchangeable for or convertible into or carrying rights to acquire CP Common Shares, rights, options or warrants to subscribe therefor, evidences of indebtedness or other assets, to all or substantially all holders of CP Common Shares, nor will CP change the CP Common Shares, unless the same or an economically equivalent distribution on or change to the Exchangeable Shares (or in the rights of the holders thereof) is made simultaneously.
40. The steps under the Transaction and the attributes of the Exchangeable Shares contained in the Exchangeable Share provisions, the Support Agreement, the Voting and

Exchange Trust Agreement involve or may involve a number of trades of securities, including trades related to the issuance of the Class B Shares, Exchangeable Shares and CP Common Shares pursuant to the Transaction or upon the issuance of CP Common Shares in exchange for Exchangeable Shares. There may be no registration and prospectus exemptions available under the Act for certain of the trades and possible trades in securities (collectively, the "Trades") to which the Transaction gives rise.

41. Assuming the exchange of all Exchangeable Shares for CP Common Shares, immediately after the completion of the Transaction, all persons or companies who are resident in Ontario will not in aggregate hold of record or own beneficially more than 10% of the issued and outstanding CP Common Shares or represent more than 10% of the number of holders of CP Common Shares.

AND UPON the Commission being satisfied that to do so would not be prejudicial to the public interest;

IT IS RULED pursuant to subsection 74(1) of the Act that, to the extent there are no exemptions available from the registration and prospectus requirements of the Act in respect of any of the Trades, such Trades are not subject to sections 25 or 53 of the Act, provided that:

(i) the first trade in Exchangeable Shares other than the exchange thereof for CP Common Shares shall be a distribution; and

(ii) the first trade in any CP Common Shares issued upon the exchange of Exchangeable Shares shall be a distribution unless:

- (a) such trade is made in compliance with section 72(5) of the Act and section 2.18(3) of Ontario Securities Commission Rule 45-501 - *Exempt Distributions* as if the securities had been issued pursuant to one of the exemptions referenced in section 72(5) of the Act; or
- (b) such trade is executed through the facilities of a stock exchange outside of Ontario or through NASDAQ and such trade is made in accordance with the rules of the stock exchange upon which the trade is made or the rules of NASDAQ in accordance with all laws applicable to that stock exchange or applicable to NASDAQ.

February 18th, 2000.

"J. A. Geller"

"Robert W. Davis"

2.3.2 Eden Roc Mineral Corp. - ss. 74(1)

Headnote

Subsection 74(1) - exemption from prospectus and registration requirements for issuance of securities to arm's length and non-arm's length creditors by issuer in financial difficulty, subject to certain conditions - first trades in securities to be acquired by arm's length creditors subject to section 6.6 of Commission Rule 45-501 - first trade is securities to be issued to non-arm's length creditors subject to section 6.2 of Commission Rule 45-501

Statutes Cited

Securities Act, R.S.O. 1990, c.S.5, as am., ss. 25, 53, 72(4), 72(5), 72(7) and 74(1).

Regulations Cited

Regulation made under the Securities Act, R.R.O. 1990, Reg. 1015, as am.

Rules Cited

Ontario Securities Commission Rule 45-501 - *Exempt Distributions*, ss. 6.2 and 6.6.

IN THE MATTER OF THE SECURITIES ACT R.S.O. 1990, CHAPTER S.5, AS AMENDED (the "Act")

AND

IN THE MATTER OF EDEN ROC MINERAL CORP.

RULING (Subsection 74(1))

UPON the application of Eden Roc Mineral Corp. ("Eden Roc") to the Ontario Securities Commission (the "Commission") for a ruling, pursuant to subsection 74(1) of the Act, that

1. certain issuances of common shares of Eden Roc in satisfaction for indebtedness of Eden Roc pursuant to a voluntary capital reorganization (the "Reorganization") are exempt from sections 25 and 53 of the Act, subject to certain conditions; and
2. the first trade in common shares of Eden Roc to be issued pursuant to the Reorganization in satisfaction for indebtedness of Eden Roc owing to Caterpillar Financial Services Corporation ("Caterpillar Financial"), shall be exempt from section 53 of the Act, subject to certain conditions;

AND UPON considering the application and the recommendation of staff of the Commission;

AND UPON Eden Roc having represented to the Commission as follows:

1. Eden Roc is a mineral exploration and mining company which was amalgamated under the laws of the Province of Ontario on July 30, 1985.

2. Eden Roc is a reporting issuer under the Act and is not in default of any requirements of the Act or regulations made under the Act.
3. The authorized capital of Eden Roc consists of an unlimited number of common shares, of which there are currently 48,704,026 common shares issued and outstanding.
4. The common shares of Eden Roc are listed and posted for trading on The Toronto Stock Exchange (the "TSE").
5. Eden Roc's principal asset is a gold property located in Côte d'Ivoire, West Africa at which Eden Roc had active mining operations from 1992 to 1998. Eden Roc has retained the exploration rights to the property.
6. Eden Roc ceased production at its Côte d'Ivoire property in 1998 and has completed the sale of the inventory and equipment used at the mine. Since completion of the shutdown of the mine, Eden Roc has had no cashflow. As a result, Eden Roc is experiencing a major capital deficiency and is suffering from severe financial hardship.
7. Eden Roc entered into an Amended and Restated Credit Agreement with NM Rothschild & Sons (Australia) Limited ("Rothschild") dated for reference May 18, 1998 (the "Convertible Debenture"). As of December 31, 1999, Eden Roc owed approximately U.S.\$3,940,000 under the Convertible Debenture. The Convertible Debenture is convertible into common shares of Eden Roc at a conversion price equal to the greater of the 20-day weighted average trading price and the single day weighted average trading price on the trading days or day immediately prior to the date that notice of conversion is given by Rothschild and in each case, less the maximum allowable discount permitted by the TSE on private placements. The private placement of the Convertible Debenture was approved by the written consent of holders of in excess of 50% of Eden Roc's outstanding shares and 45,000,000 common shares of Eden Roc, issuable on conversion of the Convertible Debenture, have previously been approved for listing by the TSE.
8. Eden Roc is currently indebted to Caterpillar Financial, located in the State of Tennessee, in the amount of U.S.\$424,148.20, representing the balance of an equipment loan in the principal amount of U.S.\$2,000,000 made to Eden Roc by Caterpillar Financial in 1996.
9. Eden Roc is indebted to Caldwell Partners ("Caldwell"), which provided employment consulting services to Eden Roc, in the amount of \$20,521.58.
10. Eden Roc is indebted to Stratagem Marketing & Design ("Stratagem"), which provided printing services to Eden Roc, in the amount of \$5,706.30.
11. Eden Roc is indebted to Marshall Minerals Corp. ("Marshall"), currently Eden Roc's largest shareholder owning 21,751,000 common shares of Eden Roc (being approximately 44.6% of Eden Roc on an undiluted basis), in the amount of \$52,719.79. Harry G. Quint ("Quint"), is the Chairman and Chief Executive Officer of Marshall and is a director of Eden Roc. Of this amount of indebtedness, \$30,400 is in respect of cash advances made to Eden Roc by Marshall and the balance of the amount owed by Eden Roc reflects the out-of-pocket expenses incurred by Marshall on Eden Roc's behalf, for office rent and utilities, office supplies, telephone, courier charges, and employee wages and benefits.
12. Eden Roc is indebted to Quint in the amount of \$4,162.05 which reflects out-of-pocket expenses incurred by Quint for travel and accommodation while traveling on Eden Roc's behalf.
13. Eden Roc does not have sufficient capital available to satisfy the indebtedness to Rothschild, Caterpillar Financial, Caldwell, Stratagem, Marshall and Quint, each of whom, other than Marshall and Quint, are at arm's-length to Eden Roc. Eden Roc is proposing to complete the Reorganization as hereafter described.
14. Rothschild has agreed, subject to certain conditions, including that Eden Roc complete a financing to provide working capital, to convert approximately U.S.\$2,940,000 of the total debt owed to it by Eden Roc into common shares of Eden Roc in accordance with the terms of the Convertible Debenture and to extend the term for repayment of the balance of the convertible debt (being U.S.\$1,000,000) to June 30, 2002. Rothschild has agreed to release all of the security over the assets of Eden Roc, other than Rothschild's existing security over Eden Roc's property in the Côte d'Ivoire. Although the precise number of shares to be issued on the proposed partial conversion of the Convertible Debenture will be determined based on the market price of Eden Roc shares at the time that notice of conversion is given and will also depend upon the U.S. dollar / Canadian dollar exchange rate, assuming a conversion price of \$0.12 per share and an exchange rate of Cdn.\$1.00 = U.S.\$0.6841, this would result in the issuance of approximately 35,813,478 common shares of Eden Roc.
15. Caterpillar Financial has agreed, subject to certain conditions, including that Eden Roc complete a financing to provide working capital and completion of the Rothschild debt conversion described above and of the other debt conversions hereinafter described, to accept the issuance of common shares of Eden Roc valued at \$0.16 per share to Caterpillar Financial or if Caterpillar Financial so elects, to a wholly-owned Ontario subsidiary of Caterpillar Financial in full satisfaction of the indebtedness owed by Eden Roc. Although the precise number of common shares to be issued will depend upon the exchange rate applied at the time of conversion, assuming an exchange rate of \$1.00 Cdn. = U.S.\$0.6841, this will result in the issuance of an additional 3,875,056 common shares of Eden Roc.
16. Eden Roc has entered into debt settlement agreements with each of Caldwell, Stratagem, Marshall and Quint pursuant to which Eden Roc has agreed to issue and each of Caldwell, Stratagem, Marshall and Quint have agreed to accept common shares valued at \$0.20 per share in full satisfaction of the current indebtedness. Specifically, Caldwell will be issued 102,607 common shares, Stratagem will be issued 28,531 common shares, Marshall

will be issued 263,598 common shares and Quint will be issued 20,810 common shares.

17. As part of the Reorganization, Eden Roc will also complete a consolidation of its common shares on the basis of one consolidated common share for each ten existing common shares. A special meeting of the shareholders of Eden Roc to, among other things, approve the consolidation, has been called for February 17, 2000. Shareholders will also be asked to approve the issuance by private placement of up to 48,500,000 (pre-consolidation) common shares during the twelve months following the meeting.
18. The TSE has accepted notice of the Reorganization, subject to filing of documentation.
19. The Board of Directors of Eden Roc approved the issuance of shares to Caterpillar Financial, Caldwell, Stratagem, Marshall and Quint by resolution dated January 12, 2000. The closing price of Eden Roc's common shares on the TSE on January 11, 2000 was \$0.09. The trading price of Eden Roc's common shares on the TSE from December 1, 1999 to January 17, 2000 has ranged from a high of \$0.15 to a low of \$0.07.
20. Each of Caterpillar Financial, Caldwell, Stratagem, Marshall and Quint are bona fide creditors of Eden Roc and none of Caterpillar Financial, Caldwell, Stratagem, Marshall or Quint were asked to provide loans or services on the basis that it would be paid by way of an issuance of shares by Eden Roc.
21. There is no exemption from the registration and prospectus requirements of the Act available in respect of the issuance of common shares to Caldwell, Stratagem and Marshall.
22. If Caterpillar Financial elects to have the common shares of Eden Roc issued to a wholly-owned Ontario subsidiary, the shares will be issued in reliance upon the exemptions from the registration and prospectus requirements of the Act contained in paragraphs 35(1)5 and 72(1)(d) of the Act and the first trade in such shares, other than a further trade exempted by Ontario securities law, would be a distribution unless made in accordance with the requirements of subsection 72(4) of the Act.
23. Following the conversion by Rothschild of approximately U.S.\$2,900,000 of the principal amount of the Convertible Debenture (and assuming the issue price per share and Canadian/U.S. dollar exchange rates hereinbefore described), the proposed issuance to Caterpillar Financial of approximately 3,875,056 common shares, will represent approximately 4% of Eden Roc's then issued shares and the issuance of, in aggregate, 415,548 common shares to Caldwell, Stratagem, Marshall and Quint will represent approximately 0.5% of Eden Roc's then issued shares.

AND UPON the Commission being satisfied that to do so would not be prejudicial to the public interest;

IT IS RULED, pursuant to subsection 74(1) of the Act, that:

1. the issuance by Eden Roc of common shares to Caldwell, Stratagem and Marshall in satisfaction for indebtedness of

Eden Roc pursuant to the Reorganization will not be subject to sections 25 and 53 of the Act;

2. the first trade in common shares issuable to Caldwell and Stratagem pursuant to this ruling, and the first trade in common shares which may be issued to a wholly-owned Ontario subsidiary of Caterpillar Financial under the Reorganization, shall be a distribution unless such trade is made in compliance with section 6.6 of Commission Rule 45-501 *Exempt Distributions* ("Rule 45-501");
3. the first trade in common shares of Eden Roc issuable to Marshall pursuant to this ruling shall be a distribution unless such trade is made in compliance with section 6.2 of Rule 45-501 provided that if such first trade would be a distribution as defined in clause (c) of the definition of "distribution" in subsection 1(1) of the Act, the first trade shall be a distribution unless the hold period (as defined in Rule 45-501) has expired and the trade is made in compliance with the requirements of subsection 72(7) of the Act; and
4. concurrently with the issuance of common shares of Eden Roc pursuant to this ruling, Eden Roc shall provide to each creditor a copy of this ruling together with a statement which explains that, as a consequence of this ruling, certain protections, rights and remedies provided under the Act to purchasers of securities distributed by way of prospectus, including statutory rights of rescission and damages, are not available.

February 11th, 2000.

"J. A. Geller"

"R. Stephen Paddon"

2.3.3 Med-Emerg International Inc. - ss. 74(1)

Headnote

Subsection 74 (1) - first trade relief for shares issued by an issuer in connection with an acquisition by the issuer pursuant to securities exchange take-over bid circular.

Statutes Cited

Securities Act, R.S.O. 1990, c.S.5, as amended, s. 25, 35(1) 12(iii), 35(1) 16, 53, 72(1) (f) (iii), 72(5).

Rules Cited

Rule 14-501 - Definitions
 Rule 45-501 - Exempt Distributions
 Rule 45-503 - Trades to Employees

**IN THE MATTER OF THE SECURITIES ACT,
 R.S.O. 1990, CHAPTER S.5, AS AMENDED (the "Act")**

AND

**IN THE MATTER OF
 MED-EMERG INTERNATIONAL INC.**

**RULING
 (Subsection 74(1))**

UPON the application of Med-Emerg International Inc. ("Med-Emerg") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to subsection 74(1) of the Act that first trades in common shares in the capital of Med-Emerg (the "Med-Emerg Common Shares"), issued to security holders of YFMC as part of or in connection with the acquisition of YFMC Healthcare Inc. ("YFMC") by Med-Emerg (the "Transaction"), not be subject to section 53 of the Act;

AND UPON considering the application and the recommendation of the staff of the Commission;

AND UPON Med-Emerg having represented to the Commission that:

1. Med-Emerg was incorporated under the *Business Corporations Act* (Ontario) (the "OBCA") on December 28, 1995.
2. Med-Emerg is not a reporting issuer under the Act or under the securities legislation of any other jurisdiction in Canada.
3. The authorized share capital of Med-Emerg consists of an unlimited number of Med-Emerg Common Shares and an unlimited number of preferred shares, of which 3,095,544 Med-Emerg Common Shares and 500,000 preferred shares were issued and outstanding as of October 20, 1999.
4. As well, Med-Emerg has authorized and issued warrants to purchase Med-Emerg Common Shares (the "Purchase Warrants"), of which 1,250,000 Purchase Warrants were issued and outstanding as of October 20, 1999.

5. The Med-Emerg Common Shares are quoted on the NASDAQ SmallCap Market ("NASDAQ") and are listed on the Boston Stock Exchange (the "BSE"). The Purchase Warrants are quoted on NASDAQ and are listed on the BSE. The Med-Emerg Common Shares have been quoted on NASDAQ and listed on the BSE since February 12, 1998.
6. Med-Emerg is a reporting company registered pursuant to section 12 of the *Securities and Exchange Act of 1934*, as amended (the "U.S. Securities Act"), and is obligated to file all applicable reports as required under the U.S. Securities Act.
7. Med-Emerg is subject to the applicable disclosure requirements of NASDAQ and the BSE.
8. YFMC was continued under the OBCA on November 4, 1998.
9. The authorized capital of YFMC consists of an unlimited number of common shares (the "YFMC Common Shares") and preferred shares (the "YFMC First Preferred Shares"). As of August 31, 1999, 10,905,012 YFMC Common Shares and 1,000,000 YFMC First Preferred Shares were issued and outstanding.
10. YFMC has authorized the issuance of warrants and options to purchase YFMC Common Shares (the "YFMC Series A Warrants", the "YFMC Series B Warrants" and the "YFMC Options"). As of September 14, 1999, 356,680 YFMC Series A Warrants, 356,680 YFMC Series B Warrants and 1,203,000 YFMC Options were issued and outstanding.
11. The YFMC Common Shares have been listed on The Alberta Stock Exchange since August 19, 1997.
12. YFMC is a reporting issuer in Ontario and Alberta and is subject to the continuous disclosure requirements of the Act and the *Securities Act* (Alberta).
13. Med-Emerg and YFMC entered into a definitive agreement dated August 10, 1999 providing for the business combination of Med-Emerg and YFMC (the "Business Combination Agreement").
14. Pursuant to the Business Combination Agreement, Med-Emerg will make the following offer (the "Offer") to the securityholders of YFMC:
 - (i) in the case of holders of YFMC Common Shares, 14.55% of a Med-Emerg Common Share for each YFMC Common Share held;
 - (ii) in the case of holders of YFMC Series A Warrants, 12.5% of a Med-Emerg Series A Warrant for each YFMC Series A Warrant held;
 - (iii) in the case of holders of YFMC Series B Warrants, 12.5% of a Med-Emerg Series B Warrant for each YFMC Series B Warrant held; and
 - (iv) in the case of holders of YFMC First Preferred Shares, for every ten YFMC First Preferred Shares

held, one Med-Emerg Common Share, subject to certain escrow conditions.

15. As part of the Transaction, but after the successful completion of the Offer, in the case of holders of YFMC Options, there shall be substituted for every eight YFMC Options held, one option (a "Med-Emerg Option") to acquire a Med-Emerg Common Share at a price of U.S.\$1.75 per share.
16. The Offer will be carried out by way of a take-over bid in accordance with the requirements of applicable securities laws of Ontario, Alberta and Quebec. Med-Emerg will deliver a take-over bid circular (the "Circular") to the registered holders of the YFMC Common Shares, YFMC Series A Warrants, YFMC Series B Warrants and YFMC First Preferred Shares.
17. The Circular, which will be substantially in the form of the draft delivered to Commission staff, will contain prospectus level disclosure of the business and affairs of Med-Emerg and particulars of the Transaction. The Circular will be prepared in conformity with the applicable provisions of the Act, the *Securities Act* (Alberta) and the *Securities Act* (Quebec).
18. The Circular will contain the following financial statements:
 - (i) audited consolidated financial statements of Med-Emerg for the fiscal year ended December 31, 1998;
 - (ii) unaudited interim consolidated financial statements of Med-Emerg for the three month and six month periods ended June 30, 1999;
 - (iii) audited consolidated financial statements of YFMC for the fiscal year ended December 31, 1998;
 - (iv) unaudited interim consolidated financial statements of YFMC for the six month period ended June 30, 1999; and
 - (v) unaudited pro forma consolidated financial statements of Med-Emerg (after giving effect to the Transaction) for the six month period ended June 30, 1999.
19. Med-Emerg will become a reporting issuer in Ontario, Alberta and Quebec upon filing the Circular in such provinces.
20. The issuance by Med-Emerg of Med-Emerg Common Shares to the Ontario resident holders of YFMC Common Shares and YFMC First Preferred Shares and of Med-Emerg Series A Warrants and Med-Emerg Series B Warrants to the Ontario resident holders of YFMC Series A Warrants and YFMC Series B Warrants, respectively, in connection with the Transaction is exempt from the requirements of Sections 25 and 53 of the Act pursuant to subparagraph 35(1)16 and subsection 72(1)(j) of the Act, respectively.
21. The issuance by Med-Emerg of Med-Emerg Common Shares to the Ontario resident holders of YFMC Series A Warrants and YFMC Series B Warrants upon exercise by them of their Med-Emerg Series A Warrants and Med-Emerg Series B Warrants, respectively, received as part of the Transaction, is exempt from the requirements of Sections 25 and 53 of the Act pursuant to subparagraph 35(1)12(iii) and subsection 72(1)(f)(iii) of the Act.
22. The issuance by Med-Emerg of the Med-Emerg Options to the Ontario resident holders of YFMC Options, as part of the Transaction, is exempt from the requirements of Sections 25 and 53 of the Act pursuant to Part 2 or 3 of Commission Rule 45-503 - *Trades to Employees, Executives and Consultants*.
23. The issuance by Med-Emerg of Med-Emerg Common Shares to the Ontario resident holders of YFMC Options upon the exercise by them of their Med-Emerg Options received as part of the Transaction is exempt from the requirements of Sections 25 and 53 of the Act pursuant to subparagraph 35(1)12(iii) and subsection 72(1)(f)(iii) of the Act.
24. By virtue of subsection 72(5) of the Act, the first trade in Med-Emerg Common Shares acquired by holders of YFMC Common Shares, YFMC Series A Warrants, YFMC Series B Warrants and YFMC Options under the exemption contained in subsection 72(1)(j) or subsection 72(1)(f), as applicable, is a distribution.
25. On December 22, 1998, Commission Rule 45-501 - *Exempt Distributions* (the "Rule") came into force. The Commission revoked and replaced the prospectus exemption set out in section 17 of Regulation 1015, R.R.O. 1990, as amended, (the "Regulation"). Pursuant to section 2.14 of the Exempt Distributions Rule, the exemption from the requirements of section 53 of the Act with respect to the first trade of Med-Emerg Common Shares issued to security holders of YFMC as part of or in connection with the Transaction is not available since Med-Emerg will not be a reporting issuer under the Act before the Circular is filed.
26. Since Med-Emerg will not be a reporting issuer in Ontario at the time the Circular is filed under the Act, absent this ruling, the Ontario resident security holders of YFMC who receive Med-Emerg Common Shares as part of or in connection with the Transaction would only be able to resell such shares in compliance with subsection 72(5) of the Act resulting in an effective hold period of one year from the date the Circular is filed under the Act.

AND UPON the Commission being satisfied that to do so would not be prejudicial to the public interest;

IT IS RULED, pursuant to subsection 74(1) of the Act, that first trades in Med-Emerg Common Shares issued to holders (the "Offeree Shareholders") of YFMC Common Shares, YFMC Series A Warrants, YFMC Series B Warrants and YFMC Options, as part of or in connection with the Transaction, not be subject to Section 53 of the Act, provided that such first trades are made in compliance with subsection 72(5) of the Act, except that, for these purposes: (i) it shall not be necessary to satisfy the requirement in clause 72(5)(a) that Med-Emerg has been a reporting issuer for at least twelve months; and (ii) it shall not be necessary to satisfy the requirement in clause 72(5)(a) that Med-Emerg not be in default

of any provisions of the Act or Regulations if the Offeree Shareholder who is trading such Med-Emerg Common Shares is not in a special relationship with Med-Emerg or, if such Offeree Shareholder is in a special relationship with Med-Emerg, the Offeree Shareholder has reasonable grounds to believe that Med-Emerg is not in default of the Act or the Regulations, where, for these purposes, "special relationship" shall have the same meaning as in Commission Rule 14-501 - *Definitions*.

November 4th, 1999.

"Howard I. Wetston"

"Morley P. Carscallen"

2.3.4 Rockefeller & Co., Inc. - ss. 74(1)

Headnote

A U.S. sub-adviser who is retained by a B.C. Manager relying on the exemption from registration in Ontario provided in section VI.4 of OSC Policy 4.8 Non Resident Advisers, is not subject to the requirements of paragraph 25(1)(c) of the Act to register as an adviser in Ontario, subject to certain conditions.

Statutes Cited

Securities Act, R.S.O. 1990, c. S.5, as amended, ss. 25(1)(c), 74(1).

IN THE MATTER OF THE SECURITIES ACT R.S.O. 1990, c.S.5, AS AMENDED (the "Act")

AND

IN THE MATTER OF
ROCKEFELLER & CO., INC.

RULING (Section 74(1))

UPON the application of Rockefeller & Co., Inc. ("Rockefeller") to the Ontario Securities Commission (the "Commission") for a ruling, pursuant to section 74(1) of the Act, that certain investment advisory services provided by Rockefeller are not subject to section 25 of the Act;

AND UPON considering the application and the recommendation of the staff of the Commission;

AND UPON Rockefeller having represented to the Commission as follows:

1. The Applicant, which is incorporated under the laws of the State of New York, is registered with the United States Securities and Exchange Commission ("SEC") as a SEC registered investment adviser. The Applicant does not have a place of business in the Province of Ontario with partners or officers resident in Ontario who are acting as advisers on its behalf in Ontario and is thus a non-resident adviser as such term is used in OSC Policy 4.8 (as defined below).
2. Ethical Funds Inc. (the "Manager") has advised the Applicant that it is registered in the Province of British Columbia as an adviser in the category of portfolio manager.
3. The Manager has advised the Applicant that it is the manager of Ethical Canadian Equity Fund, Ethical RSP North American Equity Fund, Ethical Global Equity Fund, Ethical RSP Global Equity Fund, Credential Income and Growth Portfolio, Credential Balanced Portfolio, Credential Growth Portfolio and Credential Equity Portfolio organized under the laws of British Columbia (the "BC Funds"), in respect of which a simplified prospectus dated December 22, 1999 was filed in British Columbia and Ontario and certain other jurisdictions, and that it acts as portfolio manager of the BC Funds.

4. The Manager has advised the Applicant that the simplified prospectus of the BC Funds discloses that the Manager may retain sub-advisers who are foreign residents and that the Manager will remain liable for all portfolio advice provided and as well that the enforcement of legal rights against any such sub-adviser may be impaired as a result of its residency outside Canada.
5. The Applicant anticipates being retained by the Manager as a sub-adviser to provide investment advice with respect to Ethical Global Equity Fund and may be retained by the Manager as a sub-adviser with respect to other mutual funds comprising the BC Funds or other mutual funds that do not have an address in Ontario in respect of which the Manager acts as manager, including as portfolio manager, (collectively, the "Manager's BC Funds").
6. The Manager has advised the Applicant that it will not be registered as an adviser in the Province of Ontario and, in connection with the offering of the units of the BC Funds in the Province of Ontario, will rely on the exemption from registration provided in Section VI.4. of OSC Policy 4.8 Non Resident Advisers ("OSC Policy 4.8").
7. Contemporaneously with the making of this Application, the Applicant has applied for an exemption from the requirement to register as an adviser in the Province of British Columbia in connection with its anticipated activities as a sub-adviser to the Manager in respect of the Manager's BC Funds (its "BC Subadvisory Activities") and it anticipates being granted such exemptive relief. Were the Applicant to register in the Province of British Columbia as an adviser in connection with its BC Subadvisory Activities, rather than relying on the exemptive relief anticipated to be provided by the British Columbia Securities Commission, the Applicant would rely on the exemption from registration in Section VI.4. of OSC Policy 4.8 when units of the Manager's BC Funds were distributed to investors in the Province of Ontario.

Manager's BC Funds in respect of which Rockefeller is performing its BC Subadvisory Activities, to be responsible for the advice received from Rockefeller, and this responsibility is not waived.

January 7th, 2000.

"Howard I. Wetston"

"R. Stephen Paddon"

AND UPON the Commission being of the opinion that to do so would not be prejudicial to the public interest;

IT IS RULED, pursuant to subsection 74(1) of the Act, that in connection with its investment advisory activities in relation to its BC Subadvisory Activities, Rockefeller is not subject to the requirements of paragraph 25(1)(c) of the Act to register as an adviser,

PROVIDED THAT:

- (a) the Manager is registered in the Province of British Columbia as an adviser,
- (b) the obligations and duties of Rockefeller are set out in a written agreement with the Manager that contains an agreement of the Manager to the matters outlined below in condition (c); and
- (c) the simplified prospectus of the Manager's BC Funds in respect of which Rockefeller is performing its BC Subadvisory Activities provides that the Manager will remain liable for the portfolio or investment advice provided by Rockefeller or the Manager otherwise agrees, in a document providing rights to the unitholders of the

2.3.5 Signal 9 Solutions Canada Inc. - ss. 74(1)

Headnote

Subsection 72(1)(j) not technically applicable securities exchange take-over bid where offeror company different from issuer company - relief provided on grounds that transaction falls within the spirit of subsection 72(1)(j) - Rule 72-501 not applicable to rulings - first trade relief analogous to Rule 72-501.

Securities Act, R.S.O. 1990 c.S.5 ss. 25, 35(1)(16), 35(1)(17), 53, 72(1)(j), 72(1)(k), s. 74(1), ss. 93(1)(d).

Rules Cited

Ontario Securities Commission Rule 72-501 - Prospectus Exemption For First Trade Over a Market Outside Ontario.

**IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1990, Chapter S.5, AS AMENDED (the "Act")**

AND

**IN THE MATTER OF
SIGNAL 9 SOLUTIONS CANADA INC.**

**RULING
(Subsection 74(1))**

UPON application by Signal 9 Solutions Canada Inc. ("S9") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to subsection 74(1) of the Act exempting (i) the trades by a wholly-owned Nova Scotia subsidiary ("McAfee.com Canada") of McAfee.com Corporation ("McAfee.com"), a United States public company, to the shareholders ("Shareholders") of S9, pursuant to a share purchase agreement (the "Share Purchase Agreement") to be entered into among McAfee.com, S9 and the Shareholders, of shares in the Class A common stock of McAfee.com ("McAfee.com Shares") made pursuant to the Share Purchase Agreement and (ii) the first trades of the McAfee.com Shares, from the requirements of sections 25 and 53 of the Act:

AND UPON considering the Application and the recommendation of staff of the Commission;

AND UPON S9 and McAfee.com having represented to the Commission that:

Signal 9 Solutions Canada Inc.

1. S9 was incorporated under the laws of Canada on August 8, 1996.
2. S9 is in the business of developing software.
3. The registered head office of S9 is located in the Township of Beckwith, County of Lanark, and the executive offices of S9 are located at Suite 406, 580 Terry Fox Drive, Kanata, Ontario K2L 4B9.
4. S9's authorized capital consists of an unlimited number of common shares, an unlimited number of Class "A" shares, and an unlimited number of Class "B" shares, of which

8,873,375 common shares and 1,923,375.5 Class "A" shares are issued and outstanding.

5. Prior to the closing of the Acquisition, S9 will amalgamate with certain of its direct and indirect holding companies pursuant to a long form amalgamation under the *Canada Business Corporations Act*. The resulting amalgamating corporation, also referred herein as S9, will have the same issued and outstanding share capital as S9.
6. A majority of the Shareholders are Ontario residents.

McAfee.com Corporation

7. McAfee.com is a corporation existing under the laws of the State of Delaware.
8. McAfee.com is a leading consumer Application Service Provider, providing users with online services to secure, manage, repair, update and upgrade personal computers over the Internet.
9. The executive offices of McAfee.com are located at 2805 Bowers Avenue, Santa Clara, CA 95054.
10. The authorized capital of McAfee.com consists of 165 million shares of Class A common stock, 65 million shares of Class B common stock and 5 million shares of Preferred stock. As of January 27, 2000, McAfee.com had outstanding approximately 7.2 million shares of Class A common stock, 36 million shares of Class B common stock and no shares of Preferred stock. The shares of Class A common stock are fully participating voting shares and are quoted on the NASDAQ National Market.
11. McAfee.com is subject to the requirements of the United States *Securities Exchange Act of 1934*, as amended. McAfee.com is not a reporting issuer under the Act or under any other securities legislation in Canada and will not become a reporting issuer under the Act following completion of the Acquisition.

McAfee.com Canada

12. McAfee.com Canada will be incorporated under the laws of Nova Scotia solely to effect the Acquisition.
13. Prior to the closing of the Acquisition, McAfee.com Canada will not carry on any business. Upon closing of the Acquisition, McAfee.com Canada's sole asset will be the outstanding shares of S9.
14. The registered head office of McAfee.com Canada is expected to be located at 1959 Upper Water Street, Halifax, NS B3J 2X2.

Transaction

15. Pursuant to the Share Purchase Agreement, McAfee.com Canada will acquire all the outstanding shares of S9.
16. The acquisition of the shares of S9 by McAfee.com Canada under the Share Purchase Agreement will not be subject to the registration and prospectus requirements of the Act by virtue of the exemptions contained in paragraph

35(1)17 and clause 72(1)(k) of the Act, respectively, and will be a take-over bid which will be exempt from the requirements of sections 95 to 100 of the Act pursuant to clause 93(1)(d) of the Act.

17. The Share Purchase Agreement also contemplates trades in McAfee.com Shares from McAfee.com Canada to the Shareholders. Such trades are distributions within the meaning of the Act and accordingly are subject to both the registration and prospectus requirements of the Act.
18. The registration exemption contained in paragraph 35(1)16 of the Act and the corresponding prospectus exemption contained in clause 72(1)(j) of the Act may be unavailable with respect to the trades of the McAfee.com Shares pursuant to the Share Purchase Agreement because the trades are being made by McAfee.com Canada and not by McAfee.com.
19. McAfee.com is a Delaware corporation, is not a reporting issuer in Ontario and will not become a reporting issuer in Ontario by reason of the acquisition under the Share Purchase Agreement.
20. The shares in the Class A common stock of McAfee.com are traded on the Nasdaq Stock Market and are not listed or posted for trading on any exchange in Canada.
21. Assuming completion of the Acquisition, the Shareholders would, as at January 27, 2000, constitute less than 2% of the total number of registered holders of shares of Class A common stock of McAfee.com holding approximately 4% of the total issued and outstanding shares of Class A common stock of McAfee.com.

AND UPON the Commission is satisfied that to do so would not be prejudicial to the public interest;

IT IS RULED pursuant to subsection 74(1) of the Act that:

- (a) the trades of the McAfee.com Shares to the Shareholders made pursuant to the Acquisition; and
- (b) the first trades of the McAfee.com Shares acquired pursuant to the Acquisition,

are not subject to sections 25 and 53 of the Act, provided that a first trade referred to in paragraph (b) above shall be a distribution unless such trade is executed:

- (c) through the facilities of a stock exchange outside of Ontario;
- (d) on the Nasdaq Stock Market; or
- (e) on The Stock Exchange Automated Quotation System of the London Stock Exchange Limited.

February 1st, 2000.

"Howard I. Wetston"

"Robert W. Korthals"

2.3.6 Weyerhaeuser Company, Weyerhaeuser Company Limited and Weyerhaeuser Holdings Limited - ss. 74(1), cl. 80(b)(iii) and scl.121(2)(a)(ii)

Headnote

Relief from the registration and prospectus requirements in respect of certain trades made in connection with a merger involving reporting Canadian issuer and US company where exemptions not available for technical reasons - reporting issuer history of Canadian issuer considered in calculating restrictions on resale - time period control block holding shares of reporting issuer pre-transaction considered in calculating 12 month hold period for resale from control block - first trade in shares of US issuer shall be a distribution unless executed on a stock exchange or market outside of Canada.

Continuous Disclosure - reporting issuer exempted from continuous disclosure requirements, subject to certain conditions. Disclosure required to be provided by these provisions would not be meaningful to shareholders.

Annual Information Form and Management's Discussion and Analysis of Financial Condition and Results of Operations - Waiver granted to reporting Canadian issuer from requirement to deliver AIF and MD&A.

Applicable Ontario Statutory Provisions

Securities Act, R.S.O. 1990, c.S.5, as am., ss. 25, 53, 72(5), 74(1), 75, 77, 78, 79, 80(b)(iii), 81(2), 107, 108, 109 and 121(2).

Applicable Ontario Rules

Rule 45-501 - *Exempt Distributions*

Applicable Ontario Policy

Policy 5.10 - *Annual Information Form and Management's Discussion and Analysis of Financial Condition and Results of Operations*

**IN THE MATTER OF THE SECURITIES ACT
R.S.O. 1990, CHAPTER S.5, AS AMENDED (the "Act")**

AND

**IN THE MATTER OF
WEYERHAEUSER COMPANY,
WEYERHAEUSER COMPANY LIMITED AND
WEYERHAEUSER HOLDINGS LIMITED**

**RULING AND ORDERS
(Subsection 74(1), Clause 80(b)(iii) and
Subclause 121(2)(a)(ii))**

UPON the application (the "Application") of Weyerhaeuser Company ("Weyerhaeuser"), Weyerhaeuser Holdings Limited ("Holdings") and Weyerhaeuser Company Limited ("Exchangeco") to the Ontario Securities Commission (the "Commission"):

- (a) for a ruling pursuant to subsection 74(l) of the Act that certain trades in securities made in connection with or resulting from the proposed merger (the "Merger") of Weyerhaeuser and MacMillan Bloedel Limited ("MB"), to be effected by way of an arrangement (the "Arrangement") under section 192 of the Canada Business Corporations Act (the "CBCA") are not subject to section 25 or 53 of the Act (the "Registration and Prospectus Requirements");
- (b) for an order pursuant to clause 80(b)(iii) of the Act, exempting Exchangeco from the requirements of sections 75, 77, 78, and subsection 81(2) of the Act;
- (c) for an order pursuant to subclause 121(2)(a)(ii) of the Act, exempting each insider of Exchangeco from the requirements of sections 107, 108 and 109 of the Act; and
- (d) for an order pursuant to Ontario Securities Commission Policy 5.10 ("Policy 5.10"), exempting Exchangeco from the requirements thereof.

AND UPON considering the Application and the recommendation of the staff of the Commission;

AND UPON Weyerhaeuser, Holdings and Exchangeco having represented to the Commission as follows.

1. Weyerhaeuser is incorporated under the laws of the State of Washington, has its head office in the State of Washington, and is not a reporting issuer under the Act, but is subject to the reporting requirements of the United States *Securities Exchange Act of 1934*;
2. the authorized capital of Weyerhaeuser consists of 7,000,000 shares of undesignated preferred stock, U.S.\$1.00 par value per share, issuable in series, 40,000,000 shares of undesignated preference stock, U.S.\$1.00 par value per share, issuable in series, and 400,000,000 common shares (the "Weyerhaeuser Common Shares"), of which 200,605,977 Weyerhaeuser Common Shares and no preferred or preference shares were issued and outstanding as of April 30, 1999;
3. the Weyerhaeuser Common Shares are listed on the New York (the "NYSE"), Chicago and Pacific stock exchanges;
4. Holdings is incorporated under the *Company Act* (British Columbia), is not, and does not intend to become a reporting issuer under the Act;
5. the authorized capital of Holdings consists of 1,000,000 common shares; all of the issued and outstanding common shares of Holdings are owned, and upon completion of the Arrangement, will be owned by Weyerhaeuser; Holdings was incorporated in order to hold all of the common shares of Exchangeco and to hold the various call rights related to the exchangeable non-voting shares of Exchangeco (the "Exchangeable Shares") which are described below;
6. Exchangeco is incorporated under the *Company Act* (British Columbia) and is not a reporting issuer under the Act; Exchangeco's only material assets upon completion of the Arrangement will be the issued and outstanding MB Common Shares;
7. at the time of sending the Circular (defined below), the authorized share capital of Exchangeco consisted of 1,000,000 common shares, an unlimited number of Exchangeable Shares and 100 non-voting preferred shares; upon completion of the Arrangement, all of the outstanding common shares will be held by Holdings, all of the outstanding preferred shares will be held by an arm's length person for United States tax reasons and all of the outstanding Exchangeable Shares will be held by certain MB Shareholders (defined below) who receive Exchangeable Shares in exchange for their MB Common Shares and MB Warrants (defined below) under the Arrangement;
8. MB is incorporated under the CBCA, has its head office in Vancouver, British Columbia, is a reporting issuer under the Act and to the best of the knowledge of Weyerhaeuser, Holdings and Exchangeco is not in default of any requirement of the Act;
9. the authorized capital of MB consists of an unlimited number of Class B preferred shares, issuable in series, and an unlimited number of common shares (the "MB Common Shares"), of which 972,369 and 1,554,200 Class B preferred shares, Series 8 and 10 respectively, and 120,296,710 MB Common Shares were issued and outstanding as of June 11, 1999;
10. as of June 11, 1999, MB had outstanding \$149,943,000 in principal amount of debentures (the "Debentures") convertible at the holder's option into MB Common Shares at a conversion price of \$28.625 per MB Common Share or, at MB's option, redeemable for cash at any time, and had outstanding bearer warrants (the "MB Warrants") entitling the holders thereof to acquire for no consideration 552 MB Common Shares in the aggregate;
11. as of June 11, 1999, MB had outstanding options (the "MB Options") under its senior management stock option plan permitting the holders thereof to purchase 5,448,138 MB Common Shares in the aggregate, phantom stock options representing the functional equivalent of 2,023,731 MB Common Shares and target stock units representing the functional equivalent of 1,664,191 MB Common Shares;
12. the MB Common Shares are listed on the TSE, the Montreal Exchange and the Vancouver Stock Exchange and are quoted on the NASDAQ National Market System;
13. Weyerhaeuser, MB and Exchangeco have entered into an amended and restated merger agreement made as of June 20, 1999 (the "Merger Agreement"); the Merger will be effected by way of the Arrangement, pursuant to which Weyerhaeuser, through Exchangeco and Holdings, will own all of the issued and outstanding MB Common Shares;
14. on the closing date of the Arrangement (i) the issued and outstanding approximately 970,000 and approximately 1,540,000 MB Class B preferred shares, Series 8 and 10 respectively, will be redeemed in accordance with their terms, and (ii) MB and Exchangeco will be amalgamated (the "Amalgamation") pursuant to the provisions of the CBCA to form an amalgamated corporation ("Amalco");

15. upon completion of the Arrangement and the Amalgamation, Amalco will become a reporting issuer in Ontario by virtue of the provisions of the Act;
16. the required approval of the holders of the MB Common Shares, MB Options and MB Warrants (collectively, the "MB Shareholders") to the Arrangement will be obtained at a meeting of the MB Shareholders (the "Meeting") in accordance with the provisions of the interim order (the "Interim Order") of the Supreme Court of British Columbia issued on September 23, 1999; each holder of MB Common Shares will be entitled to one vote for each MB Common Share held, each holder of MB Options will be entitled to one vote for each MB Common Share such holder would have received on a valid exercise of MB Options and each holder of MB Warrants will be entitled to one vote for each MB Common Share such holder would have received on a valid exercise of MB Warrants;
17. in connection with the Meeting, MB sent to the holders of the MB Common Shares and MB Options a management proxy circular (the "Circular"); the Circular contains prospectus-level disclosure of the business and affairs of Weyerhaeuser and MB and a detailed description of the Arrangement; the Circular was prepared in conformity with the provisions of the CBCA, the Interim Order and the Act;
18. under the Arrangement, each registered holder of MB Common Shares ("MB Registered Shareholders") who is a resident of Canada (other than a holder that exercises its right of dissent and Weyerhaeuser and its affiliates) will be entitled to elect to receive, at its option, 0.28 Exchangeable Shares or 0.28 Weyerhaeuser Common Shares for each MB Common Share held together with a cash payment representing any fractional interests; each MB Registered Shareholder who is not a resident of Canada (other than a holder that exercises its right of dissent and Weyerhaeuser and its affiliates) will not be entitled to elect to receive Exchangeable Shares and will receive 0.28 Weyerhaeuser Common Shares for each MB Common Share held together with a cash payment representing any fractional interests;
19. holders of the MB Warrants will receive 0.28 Exchangeable Shares for each MB Common Share otherwise receivable by such holder; no consideration is payable upon this deemed exercise of the MB Warrants; under the Arrangement, holders of MB Options will become entitled to exercise such options to purchase that number of Weyerhaeuser Common Shares equal to the number of MB Common Shares subject to such MB Options multiplied by 0.28 (the "Replacement Options");
20. no certificates representing fractional Exchangeable Shares or fractional Weyerhaeuser Common Shares will be delivered in exchange for MB Common Shares pursuant to the Arrangement; in lieu of any such fractional shares, each holder of MB Common Shares who is otherwise entitled to a fractional interest in an Exchangeable Share or a Weyerhaeuser Common Share will receive a cash payment from the depository equal to the product of such fractional interest and the 20 day average closing price of Weyerhaeuser Common Shares on the NYSE ending on the business day preceding the effective date of the Arrangement;
21. as a result of the Amalgamation, in accordance with the provisions of a trust indenture dated May 21, 1987 between The Royal Trust Company and MB, the Debentures will become convertible into Exchangeable Shares; pursuant to the Merger Agreement, Weyerhaeuser will fully and unconditionally guarantee the Debentures, as to principal and interest, together with any amounts that may be due under any provisions of the trust indenture, as amended, which will continue to govern the Debentures;
22. each holder of MB Common Shares who receives Weyerhaeuser Common Shares or Exchangeable Shares pursuant to the Arrangement will receive such shares from Exchangeco in exchange for MB Common Shares; as a result of the foregoing, upon the completion of the Arrangement, all of the issued and outstanding MB Common Shares will be held by Weyerhaeuser and its affiliates;
23. the Exchangeable Shares, together with the Voting and Exchange Trust Agreement (the "Voting and Exchange Trust Agreement") to be entered into by Weyerhaeuser, Exchangeco and CIBC Mellon Trust Company (the "Trustee") contemporaneously with the closing of the Arrangement, the Support Agreement and the Exchangeable Share Provisions (each as defined below) will provide holders thereof with a security of a Canadian issuer having economic and voting rights which are equivalent, in all material respects, to those of a Weyerhaeuser Common Share; the Exchangeable Shares will be exchangeable by a holder thereof for Weyerhaeuser Common Shares on a share-for-share basis at any time at the option of such holder and will be required to be exchanged upon the occurrence of certain events; the Exchangeable Shares are subject to adjustment or modification in the event of a stock split or other change to the capital structure of Weyerhaeuser so as to maintain at all times the initial share-for-share relationship between the Exchangeable Shares and Weyerhaeuser Common Shares;
24. the provisions attaching to the Exchangeable Shares (the "Exchangeable Share Provisions") will provide that each Exchangeable Share will entitle the holder to dividends from Exchangeco payable at the same time as, and equivalent to, each dividend paid by Weyerhaeuser on a Weyerhaeuser Common Share;
25. the Exchangeable Shares will be non-voting (except as required by the Exchangeable Share Provisions or by applicable law) and will be retractable at the option of the holder at any time; subject to the overriding call right of Holdings, upon retraction the holder will be entitled to receive from Exchangeco for each Exchangeable Share retracted an amount equal to the current market price of a Weyerhaeuser Common Share, to be satisfied by the delivery of one Weyerhaeuser Common Share, together with, on the designated payment date therefor, all declared and unpaid dividends on each such retracted Exchangeable Share and to the extent not already paid by Exchangeco on a dividend payment date (the "Retraction Price"); upon being notified by Exchangeco of a proposed retraction of Exchangeable Shares, Holdings will have an overriding call right (the "Retraction Call Right") to purchase from the holder all of the Exchangeable Shares

that are the subject of the retraction notice for a price per share equal to the Retraction Price;

26. subject to the overriding call right of Holdings, Exchangeco shall redeem all the Exchangeable Shares then outstanding on December 31, 2007 (the "Redemption Date"); in certain circumstances the board of directors of Exchangeco may accelerate the Redemption Date; upon such redemption, a holder will be entitled to receive from Exchangeco for each Exchangeable Share redeemed an amount equal to the current market price of a Weyerhaeuser Common Share, to be satisfied by the delivery of one Weyerhaeuser Common Share, together with, to the extent not already paid by Exchangeco on a dividend payment date, all declared and unpaid dividends on each such redeemed Exchangeable Share (the "Redemption Price"); upon being notified by Exchangeco of a proposed redemption of Exchangeable Shares, Holdings will have an overriding call right (the "Redemption Call Right") to purchase the outstanding Exchangeable Shares from their holders (other than Weyerhaeuser or its affiliates) for a price per share equal to the Redemption Price;
27. subject to the overriding call right of Holdings, on the liquidation, dissolution or winding-up of Exchangeco, a holder of Exchangeable Shares will be entitled to receive from Exchangeco for each Exchangeable Share held an amount equal to the current market price of a Weyerhaeuser Common Share, to be satisfied by delivery of one Weyerhaeuser Common Share, together with all declared and unpaid dividends on each such Exchangeable Share (the "Liquidation Price"); upon a proposed liquidation, dissolution or winding-up of Exchangeco, Holdings will have an overriding call right (the "Liquidation Call Right") to purchase all of the outstanding Exchangeable Shares from the holders thereof (other than Weyerhaeuser or its affiliates) for a price per share equal to the Liquidation Price;
28. under the Voting and Exchange Trust Agreement, a Weyerhaeuser Special Voting Share will be issued to and held by the Trustee for the benefit of the holders of the Exchangeable Shares outstanding from time to time (other than Weyerhaeuser and its affiliates); the Weyerhaeuser Special Voting Share will carry a number of voting rights, exercisable at any meeting of the holders of Weyerhaeuser Common Shares, equal to the number of Exchangeable Shares outstanding from time to time that are not owned by Weyerhaeuser and its affiliates; the holders of the Weyerhaeuser Common Shares and the holder of the Weyerhaeuser Special Voting Share will vote together as a single class on all matters; holders of Exchangeable Shares will exercise the voting rights attached to the Weyerhaeuser Special Voting Share through the mechanism of the Voting and Exchange Trust Agreement; each voting right attached to the Weyerhaeuser Special Voting Share must be voted by the Trustee pursuant to the instructions of the holder of the related Exchangeable Share; in the absence of any such instructions from a holder, the Trustee will not be entitled to exercise any voting rights; upon the exchange of an Exchangeable Share for a Weyerhaeuser Common Share, the holder of the Exchangeable Share becomes a holder of a Weyerhaeuser Common Share and the right of such holder to exercise votes attached to the Weyerhaeuser Special Voting Share terminates; the Weyerhaeuser Special Voting Share will neither be entitled to dividends from Weyerhaeuser nor to participate on the dissolution of Weyerhaeuser; at such time as the Weyerhaeuser Special Voting Share has no votes attached to it because there are no Exchangeable Shares outstanding not owned by Weyerhaeuser or any affiliate, the Weyerhaeuser Special Voting Share will be cancelled;
29. under the Voting and Exchange Trust Agreement, Weyerhaeuser will grant to the Trustee for the benefit of the holders of the Exchangeable Shares a put right (the "Optional Exchange Right") exercisable upon the insolvency of Exchangeco, to require Weyerhaeuser to purchase from a holder of Exchangeable Shares all or any part of its Exchangeable Shares; the purchase price for each Exchangeable Share purchased by Weyerhaeuser will be an amount equal to the current market price of a Weyerhaeuser Common Share, to be satisfied by the delivery to the Trustee, on behalf of the holder, of one Weyerhaeuser Common Share, together with an additional amount equivalent to the full amount of all declared and unpaid dividends on such Exchangeable Share;
30. under the Voting and Exchange Trust Agreement, upon the liquidation, dissolution or winding-up of Weyerhaeuser, Weyerhaeuser will be required to purchase each outstanding Exchangeable Share, and each holder will be required to sell all of its Exchangeable Shares (such purchase and sale obligations are referred to as the "Automatic Exchange Right") for a purchase price per share equal to the current market price of a Weyerhaeuser Common Share, to be satisfied by the delivery to the Trustee, on behalf of the holder, of one Weyerhaeuser Common Share, together with an additional amount equivalent to the full amount of all declared and unpaid dividends on each such Exchangeable Share;
31. contemporaneously with the closing of the Arrangement, Weyerhaeuser, Exchangeco and Holdings will enter into a Support Agreement (the "Support Agreement") which will provide that Weyerhaeuser will not declare or pay any dividend on the Weyerhaeuser Common Shares unless Exchangeco simultaneously declares and pays an equivalent dividend on the Exchangeable Shares, and that Weyerhaeuser will ensure that Exchangeco and Holdings will be able to honour the redemption and retraction rights and dissolution entitlements that are attributes of the Exchangeable Shares under the Exchangeable Share Provisions and the related redemption, retraction and liquidation call rights described above;
32. the Support Agreement will also provide that, without the prior approval of the holders of the Exchangeable Shares, actions such as distributions of stock dividends, options, rights and warrants for the purchase of securities or other assets, subdivisions, reclassifications, reorganizations and other changes cannot be taken in respect of the Weyerhaeuser Common Shares generally without the same or an economically equivalent action being taken in respect of the Exchangeable Shares;
33. the steps under the Arrangement and the creation and exercise of the rights provided for in the Exchangeable

Share Provisions, the Voting and Exchange Trust Agreement and the Support Agreement involve a number of trades or possible trades in securities (the "Trades");

34. the fundamental investment decision to be made by a MB Shareholder is made at the time of the Arrangement, when such holder votes in respect of the Arrangement; as a result of this decision, a holder (other than a holder who exercises its right of dissent) receives Exchangeable Shares or Weyerhaeuser Common Shares in exchange for its MB Common Shares; as the Exchangeable Shares will provide certain Canadian tax benefits to certain Canadian holders but will otherwise be the economic and voting equivalent in all material respects to the Weyerhaeuser Common Shares, all subsequent exchanges of Exchangeable Shares are in furtherance of the holder's initial investment decision;
35. if not for income tax considerations, Canadian holders of MB Common Shares could have received Weyerhaeuser Common Shares without the option of receiving Exchangeable Shares; the option in favor of certain holders of MB Common Shares to ultimately receive Exchangeable Shares under the Arrangement will enable certain holders of MB Common Shares to defer Canadian income tax and, provided the Exchangeable Shares are listed on a prescribed stock exchange in Canada, permit other holders to hold property that is not foreign property under the *Income Tax Act* (Canada);
36. as a result of the economic and voting equivalency between the Exchangeable Shares and the Weyerhaeuser Common Shares, holders of Exchangeable Shares will have a participating interest determined by reference to Weyerhaeuser, rather than Exchangeco or its successors; accordingly, it is the information relating to Weyerhaeuser, not Exchangeco or its successors, that will be relevant to holders of both the Weyerhaeuser Common Shares and the Exchangeable Shares; certain information required to be provided in respect of Exchangeco or its successors as a reporting issuer under the Act would not be relevant to the holders of Exchangeable Shares;
37. given that Amalco will be an operating company with outstanding Debentures that are guaranteed by Weyerhaeuser, Weyerhaeuser's annual and interim financial statements will contain summarized disclosure with respect to Amalco which is prepared in accordance with the United States Securities and Exchange Commission's Accounting Bulletin 53, as applicable and amended from time to time ("SAB 53");
38. Weyerhaeuser will send concurrently to all holders of Weyerhaeuser Common Shares resident in Ontario all disclosure material furnished to holders of Weyerhaeuser Common Shares resident in the United States including, without limitation, copies of its annual financial statements and all proxy solicitation materials; and
39. the Circular discloses that, in connection with the Arrangement, applications have been made for prospectus, registration and resale exemptions and exemptions from disclosure and insider reporting obligations; the Circular specifies the disclosure requirements from which Exchangeco has applied to be

exempted and identifies the disclosure that will be made in substitution therefor if such exemptions are granted;

AND UPON the Commission being satisfied that to do so would not be prejudicial to the public interest;

IT IS RULED, pursuant to subsection 74(l) of the Act that, to the extent that there are no exemptions available from the Registration and Prospectus Requirements of the Act in respect of any of the Trades, such Trades are not subject to sections 25 or 53 of the Act, provided that:

- (a) the first trade in Exchangeable Shares shall be a distribution unless: (i) such trade is made in compliance with subsection 72(5) of the Act (except for the requirements of clause 72(5)(a) of the Act in respect of Amalco being a reporting issuer under the Act for 12 months at the time of such trade) and Ontario Securities Commission Rule 45-501, Exempt Distributions (ARule 45-501") as if the securities had been issued pursuant to one of the exemptions referenced in subsection 72(5) of the Act and the Commission hereby confirms that, for the purposes of clause 72(5)(b) of the Act, the filing of the Circular with the Commission at the time of mailing the Circular to holders of MB Common Shares and MB Options resident in Ontario shall constitute disclosure to the Commission of the exempt trades of Exchangeable Shares; or (ii) where such first trade is a distribution within the meaning of clause (c) of the definition of distribution contained in subsection 1(1) of the Act, such trade is made in compliance with subsection 72(7) of the Act (except for the requirements in subsection 72(7)(b) of the Act in respect of Amalco being a reporting issuer under the Act for at least 18 months at the time of such trade) and section 3.11 of Rule 45-501 shall apply subject to the qualification that, for the purpose of calculating the various periods in section 3.11 of Rule 45-501, the period of time that a holder of Exchangeable Shares (or an affiliated entity) held MB Common Shares shall be included in the calculation; and
- (b) the first trade in Weyerhaeuser Common Shares shall be a distribution unless such trade is executed through the facilities of a stock exchange or market outside of Ontario and such first trade is made in accordance with the rules of the stock exchange or market upon which the trade is made in accordance with all laws applicable to such stock exchange or market;

AND UPON the Commission being satisfied in the circumstances of the particular case that there is adequate justification for so doing;

IT IS ORDERED, pursuant to subclause 80(b)(iii) of the Act, that Amalco be exempt from the requirements of sections 75, 77, 78, 79 and subsection 81(2) of the Act; pursuant to subclause 121(2)(a)(ii) of the Act, that each insider of Amalco be exempt from the requirements of sections 107, 108 and 109 of the Act; and pursuant to Policy 5.10, that Amalco be exempt from the requirement of Policy 5.10, provided that:

- (a) Weyerhaeuser sends to all holders of Exchangeable Shares and the Debentureholders resident in Ontario all disclosure material furnished to holders of Weyerhaeuser Common Shares resident in the United States, including,

- without limitation, copies of its annual financial statements and all proxy solicitation materials;
- (b) Weyerhaeuser files with the Commission copies of all documents required to be filed by it with the United States Securities and Exchange Commission under the United States *Securities Exchange Act of 1934*, as amended, including, without limitation, copies of any Form 10-K, Form 10-Q, Form 8-K and proxy statements prepared in connection with Weyerhaeuser's shareholders' meetings, and the financial statements described in (c) below;
- (c) for so long as the Debentures are outstanding, Weyerhaeuser's annual and interim financial statements contain summarized disclosure with respect to Amalco which is prepared in accordance with SAB 53, provided that Weyerhaeuser fully and unconditionally guarantees the Debentures, as to principal and interest, together with any amounts that may be due under any provisions of the trust indenture, as amended, under which the Debentures were issued;
- (d) Weyerhaeuser complies with the requirements of the New York Stock Exchange in respect of making public disclosure of material information on a timely basis and forthwith issues in Ontario and files with the Commission any press release that discloses a material change in Weyerhaeuser's affairs; provided that Amalco complies with the requirements of the Act in respect of making public disclosure of material information on a timely basis in respect of material changes in the affairs of Amalco that would be material to holders of Exchangeable Shares or the Debentureholders but would not be material to holders of Weyerhaeuser Common Shares;
- (e) prior to or coincident with the distribution of the Exchangeable Shares, Weyerhaeuser causes Amalco to provide to each recipient or proposed recipient of Exchangeable Shares resident in Ontario a statement that, as a consequence of this Order, Amalco and its insiders will be exempt from certain disclosure requirements in Ontario applicable to reporting issuers and their insiders and specifying those requirements Amalco and its insiders have been exempted from and identifying the disclosure that will be made in substitution therefor (which may be satisfied by the inclusion of such a statement in the Circular);
- (f) Weyerhaeuser includes in all future mailings of proxy solicitation materials to holders of Exchangeable Shares a clear and concise statement explaining the reason for the mailed material being solely in relation to Weyerhaeuser and not in relation to Amalco, such statement to include a reference to the economic equivalency between the Exchangeable Shares and the Weyerhaeuser Common Shares and the right to direct voting at Weyerhaeuser's stockholders' meetings pursuant to the Voting and Exchange Trust Agreement;
- (g) Weyerhaeuser remains the direct or indirect beneficial owner of all the issued and outstanding common shares of Amalco; and
- (h) except for securities issued to Weyerhaeuser or to wholly owned subsidiaries of Weyerhaeuser, Amalco has not issued any securities, other than the Exchangeable Shares and the Debentures and other securities of Amalco which are exempt from Registration and Prospectus Requirements.

October 29th, 1999.

"Howard I. Wetston"

"Morley P. Carscallen"

This Page Intentionally left blank

Chapter 3

Reasons: Decisions, Orders and Rulings

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

This Page Intentionally left blank

Chapter 4

Cease Trading Orders

4.1.1 Temporary Cease Trading Orders

Company Name	Date of Order or Temporary Order	Date of Hearing	Date of Extending Order	Date of Rescinding Order
Royal Oak Mines Inc.	Feb 16/2000	Feb 28/2000	--	---

4.1.2 Extending Cease Trading Orders

Company Name	Date of Order or Temporary Order	Date of Hearing	Date of Extending Order	Date of Rescinding Order
Lenox Polymers Limited	Feb 8/2000	---	Feb 22/2000	---

This Page Intentionally left blank

Chapter 5

Rules and Policies

5.1 Rules and Policies

5.1.1 National Instrument 62-101 - Control Block Distribution Issues

NATIONAL INSTRUMENT 62-101 CONTROL BLOCK DISTRIBUTION ISSUES

TABLE OF CONTENTS

<u>PART</u>	<u>TITLE</u>
PART 1	DEFINITIONS 1.1 Definitions 1.2 Interpretation
PART 2	PROSPECTUS EXEMPTION 2.1 Prospectus Exemption 2.2 Pledges
PART 3	EXEMPTION 3.1 Exemption
PART 4	EFFECTIVE DATE 4.1 Effective Date

NATIONAL INSTRUMENT 62-101 CONTROL BLOCK DISTRIBUTION ISSUES

PART 1 DEFINITIONS

1.1 Definitions - In this Instrument

"control block distribution" means a trade to which the provisions of securities legislation listed in Appendix A apply; and

"information circular requirement" means the requirement, under some circumstances, to deliver an information circular under Policy Statement Q-12 Secondary Distribution through Solicitations under the *Securities Act* (Quebec).

1.2 Interpretation - Terms defined or interpreted in National Instrument 62-103 The Early Warning System and Related Take-over Bid and Insider Reporting Issues and used in this Instrument have the respective meanings ascribed to them in National Instrument 62-103.

PART 2 PROSPECTUS EXEMPTION

2.1 Prospectus Exemption

(1) The prospectus requirement, and in Quebec only, the information circular requirement, does not apply to a control block distribution of securities issued by a reporting issuer made by an eligible institutional investor if

(a) the eligible institutional investor

(i) has filed the reports required under the early warning requirements or Part 4 of National Instrument 62-103 for the reporting issuer in connection with the current securityholding percentage of the eligible institutional investor in classes of voting and equity securities of the reporting issuer,

(ii) does not have knowledge of any material fact or material change with respect to the reporting issuer that has not been generally disclosed,

(iii) does not receive in the ordinary course of its business and investment activities knowledge of

any material fact or material change with respect to the reporting issuer that has not been generally disclosed, and

- (iv) either alone or together with any joint actors, does not possess effective control of the reporting issuer;
 - (b) there are no directors or officers of the reporting issuer who were, or could reasonably be seen to have been, selected, nominated or designated by the eligible institutional investor or any joint actor;
 - (c) the control block distribution is made in the ordinary course of business or investment activity of the eligible institutional investor;
 - (d) if the trade was not a control block distribution, the securities would not be subject to any requirements of securities legislation requiring them to be held for a specified period of time; and
 - (e) no unusual effort is made to prepare the market or to create a demand for the securities and no extraordinary commission or consideration is paid in respect of the control block distribution.
- (2) An eligible institutional investor that makes a distribution in reliance on subsection (1) shall file a letter within 10 days after the distribution that describes the date and size of the distribution, the market on which it was made and the price at which the securities being distributed were sold.

2.2 Pledges

- (1) For purposes of a distribution of securities by a pledgee, the period of time referred to in the provision of securities legislation set out in Appendix B is considered to commence on the date that the pledgor acquired the securities being distributed.
- (2) If a pledgee is distributing securities, then for the purposes of the provisions of securities legislation set out in Appendix C
 - 1(a) a reference to a "seller" or "vendor" shall be construed as a reference to the pledgee; and
 - (b) the pledgee shall be considered to have held the securities being distributed for the applicable time period provided for in that provision.

PART 3 EXEMPTION

3.1 Exemption

- (1) The regulator or the securities regulatory authority may grant an exemption to this Instrument, in whole or in part, subject to such conditions or restrictions as may be imposed in the exemption.
- (2) Despite subsection (1), in Ontario only the regulator may grant such an exemption.

PART 4 EFFECTIVE DATE

- 4.1 **Effective Date** - This Instrument comes into force on March 15, 2000.

NATIONAL INSTRUMENT 62-101
APPENDIX A
CONTROL BLOCK DISTRIBUTIONS

JURISDICTION	SECURITIES LEGISLATION REFERENCE
ALBERTA	Clause 1(f)(iii) of the <i>Securities Act</i> (Alberta)
BRITISH COLUMBIA	Paragraph (c) of the definition of "distribution" contained in subsection 1(1) of the <i>Securities Act</i> (British Columbia)
MANITOBA	Paragraph 1(b) of the definition of "primary distribution to the public" contained in subsection 1(1) of the <i>Securities Act</i> (Manitoba)
NEW BRUNSWICK	Paragraph (b) of the definition of "primary distribution to the public" contained in section 1 of the <i>Security Frauds Prevention Act</i> (New Brunswick)
NEWFOUNDLAND	Clause 2(1)(l)(iii) of the <i>Securities Act</i> (Newfoundland)
NOVA SCOTIA	Clause 2(1)(l)(iii) of the <i>Securities Act</i> (Nova Scotia)
ONTARIO	Paragraph (c) of the definition of "distribution" contained in subsection 1(1) of the <i>Securities Act</i> (Ontario)
PRINCE EDWARD ISLAND	Clause 1(b.1)(iii) of the <i>Securities Act</i> (Prince Edward Island)
QUEBEC	Policy Statement Q-12 Secondary Distribution through Solicitation under the <i>Securities Act</i> (Quebec)
SASKATCHEWAN	Subclause 2(1)(r)(iii) of <i>The Securities Act, 1988</i> (Saskatchewan)

NATIONAL INSTRUMENT 62-101
APPENDIX B

JURISDICTION	SECURITIES LEGISLATION REFERENCE
ALBERTA	Subparagraph 112(1)(d)(iii) of the <i>Securities Act</i> (Alberta)
BRITISH COLUMBIA	Subparagraph 128(d)(iii) of the <i>Securities Rules</i> (British Columbia)
NEWFOUNDLAND	Subsection 73(18) of the <i>Securities Act</i> (Newfoundland)
ONTARIO	Subsection 3.11(1) of Rule 45-501 Exempt Distributions
SASKATCHEWAN	Subclause 81(10)(b)(iii) of <i>The Securities Act, 1988</i> (Saskatchewan)

**NATIONAL INSTRUMENT 62-101
APPENDIX C**

JURISDICTION	SECURITIES LEGISLATION REFERENCE
NEWFOUNDLAND	Subsection 73(19) of the <i>Securities Act</i> (Newfoundland)
ONTARIO	Subsection 3.11(2) of Rule 45-501 Exempt Distributions
SASKATCHEWAN	Subclause 81(10)(b)(iv) of <i>The Securities Act, 1988</i> (Saskatchewan)

**5.1.2 National Instrument 62-102 - Disclosure of
Outstanding Share Data**

**NATIONAL INSTRUMENT 62-102
DISCLOSURE OF OUTSTANDING SHARE DATA**

TABLE OF CONTENTS

<u>PART</u>	<u>TITLE</u>
PART 1	INTERPRETATION 1.1 Interpretation
PART 2	DISCLOSURE OF OUTSTANDING SHARE DATA 2.1 Disclosure of Outstanding Share Data 2.2 Relief
PART 3	EXEMPTION 3.1 Exemption
PART 4	EFFECTIVE DATE 4.1 Effective Date

**NATIONAL INSTRUMENT 62-102
DISCLOSURE OF OUTSTANDING SHARE DATA**

by registered or beneficial security holders in Canada is less than 10 per cent of the outstanding securities of the class, and

PART 1 INTERPRETATION

1.1 Interpretation - Terms defined or interpreted in National Instrument 62-103 The Early Warning System and Related Take-over Bid and Insider Reporting Issues and used in this Instrument have the respective meanings ascribed to them in National Instrument 62-103.

(ii) the reporting issuer publicly reports outstanding share information periodically; or

(b) the reporting issuer

(i) has a class of securities registered under section 12(b) or 12(g) of the 1934 Act or is required to file reports under section 15(d) of the 1934 Act,

PART 2 DISCLOSURE OF OUTSTANDING SHARE DATA

2.1 Disclosure of Outstanding Share Data

(ii) reports outstanding share information in compliance with the 1934 Act, and

(1) A reporting issuer shall include the disclosure required by this section in

(iii) files a copy of all filings made under the 1934 Act promptly after their filing with the SEC.

(a) its annual and interim financial statements filed under securities legislation, or

(b) a supplement to each of its annual and interim financial statements filed under securities legislation, if the supplement is filed and sent to securityholders with the applicable annual and interim financial statements.

(2) The disclosure prepared by a reporting issuer under this section shall be prepared as of the latest practicable date and shall include disclosure as of that date.

(3) The disclosure prepared by a reporting issuer under this section shall consist of the designation and number or principal amount of

(a) each class and series of voting or equity securities of the reporting issuer that are outstanding;

(b) each class and series of securities of the reporting issuer that are outstanding and that are convertible into, or exercisable or exchangeable for, voting or equity securities of the reporting issuer; and

(c) to the extent determinable, each class and series of voting or equity securities of the reporting issuer into which, or for which, any outstanding securities of the reporting issuer are convertible, exercisable or exchangeable.

2.2 Relief - Section 2.1 does not apply to a reporting issuer that is not incorporated, continued or organized under the laws of Canada or a jurisdiction if

(a) both

(i) the number of voting or equity securities of each class of the reporting issuer held

PART 3 EXEMPTION

3.1 Exemption

(1) The regulator or the securities regulatory authority may grant an exemption to this Instrument, in whole or in part, subject to such conditions or restrictions as may be imposed in the exemption.

(2) Despite subsection (1), in Ontario only the regulator may grant such an exemption.

PART 4 EFFECTIVE DATE

4.1 Effective Date - This Instrument comes into force on March 15, 2000.

5.1.3 National Instrument 62-103 - The Early Warning System and Related Take-Over Bid and Insider Reporting Issues

**NATIONAL INSTRUMENT 62-103
THE EARLY WARNING SYSTEM AND RELATED TAKE-OVER BID AND
INSIDER REPORTING ISSUES**

TABLE OF CONTENTS

<u>PART</u>	<u>TITLE</u>
PART 1	DEFINITIONS AND INTERPRETATION 1.1 Definitions 1.2 Deemed Effective Control
PART 2	GENERAL RELIANCE AND REPORTING PROVISIONS 2.1 Reliance on Reported Outstanding Shares 2.2 Copies of News Release and Report 2.3 No Duplication of News Releases or Reports
PART 3	EARLY WARNING REQUIREMENTS 3.1 Contents of News Releases and Reports 3.2 Filing Relief for Joint Actors 3.3 Exemption from Early Warning Requirements for Mutual Fund Securities
PART 4	ALTERNATIVE MONTHLY REPORTING SYSTEM 4.1 Exemption from the Early Warning Requirements 4.2 Disqualification 4.3 Reporting and Filing Requirements 4.4 Restrictions on Acquisitions 4.5 Filing Obligations under this Part 4.6 Change Reports 4.7 Contents of Reports 4.8 Exemptions
PART 5	AGGREGATION RELIEF 5.1 Separate Business Units 5.2 Securities Held by an Investment Fund 5.3 Reporting and Record Keeping 5.4 No Requirement to Satisfy Insider Reporting Requirement
PART 6	ISSUER ACTIONS 6.1 Issuer Actions
PART 7	UNDERWRITING EXEMPTION 7.1 Underwriting Exemption

PART 8	RELIEF FOR PLEDGEEES 8.1 Relief for Pledgees 8.2 Further Relief for <u>de minimis</u> Pledgees 8.3 Corresponding Insider Reporting Relief
PART 9	INSIDER REPORTING EXEMPTION; EARLY WARNING DECREASE REPORTS 9.1 Insider Reporting Exemption; Early Warning Decrease Reports
PART 10	MORATORIUM RELIEF 10.1 Moratorium Relief
PART 11	EXEMPTIONS 11.1 Exemptions
PART 12	EFFECTIVE DATE 12.1 Effective Date
APPENDIX A	CONTROL BLOCK DISTRIBUTION DEFINITION
APPENDIX B	EARLY WARNING REQUIREMENTS
APPENDIX C	MORATORIUM PROVISIONS
APPENDIX D	SECURITY OWNERSHIP AND CONTROL PROVISIONS
APPENDIX E	REQUIRED DISCLOSURE IN NEWS RELEASE FILED UNDER EARLY WARNING REQUIREMENTS
APPENDIX F	REQUIRED DISCLOSURE IN NEWS RELEASE AND REPORT FILED BY AN ELIGIBLE INSTITUTIONAL INVESTOR UNDER SECTION 4.3
APPENDIX G	REQUIRED DISCLOSURE IN REPORT FILED BY AN ELIGIBLE INSTITUTIONAL INVESTOR UNDER PART 4

**NATIONAL INSTRUMENT 62-103
THE EARLY WARNING SYSTEM AND RELATED TAKE-
OVER BID AND INSIDER REPORTING ISSUES**

PART 1 DEFINITIONS AND INTERPRETATION

1.1 Definitions

(1) In this Instrument

"acquisition announcement provisions" means the requirement in securities legislation for an offeror to issue a news release if, during a formal bid for voting or equity securities of a reporting issuer by an entity other than the offeror, the offeror acquires ownership of, or control over, securities of the class subject to the bid that, together with the offeror's securities of the class, constitute an amount equal to or greater than the amount specified in securities legislation;

"acting jointly or in concert" has the meaning ascribed to that phrase in securities legislation, and, when used in connection with an entity, has the meaning ascribed in securities legislation as if the term "entity" replaced the term "person or company" or similar term;

"applicable definitions" means

- (a) the definitions of "take-over bid" and "offeror's securities" in the take-over provisions, and
- (b) the control block distribution definition;

"applicable provisions" means

- (a) the early warning requirements,
- (b) Part 4,
- (c) the moratorium provisions,
- (d) the insider reporting requirement,
- (e) the acquisition announcement provisions, and
- (f) section 2.1 of National Instrument 62-101 Control Block Distribution Issues, and
- (g) in Quebec, Policy Statement Q-12 Secondary Distribution through Solicitations under the *Securities Act* (Quebec);

"business unit" means a legal entity or part of a legal entity, or a combination of legal entities or parts of legal entities, that engage in a distinct business or investment activity separately from other businesses and investment activities of the relevant entities;

"class" means, in relation to a security, a class or series of a class of the security;

"control" means, for a security

- (a) when used in connection with the insider reporting requirements, the take-over bid requirements and related definitions and the early warning requirements, the power to exercise control or direction over the security, or similar term or expression used in securities legislation; and
- (b) when used in connection with the control block distribution definition, holding the security, or similar term or expression used in securities legislation;

"control block distribution definition" means the provisions of securities legislation listed in Appendix A;

"early warning requirements" means the provisions of securities legislation listed in Appendix B;

"effective control" means, for a reporting issuer, the control in fact of the reporting issuer by an entity through the ownership of, or control over, voting securities of the reporting issuer, other than securities held by way of security only;

"eligible institutional investor" means

- (a) a financial institution,
- (b) a pension fund that is regulated by either the Office of the Superintendent of Financial Institutions (Canada), a pension commission of a jurisdiction, or a similar regulatory authority,
- (c) a mutual fund that is not a reporting issuer,
- (d) an investment manager in relation to securities over which it exercises discretion to vote, acquire or dispose without the express consent of the beneficial owner, subject to applicable legal requirements, general investment policies, guidelines, objectives or restrictions, or
- (e) an entity referred to in clauses (D) or (F) of Rule 13d-1(b)(1)(ii) under the 1934 Act;

"entity" means a person or company or a business unit;

"equity security" has the meaning ascribed to that term in securities legislation;

"financial institution" means

- (a) a Canadian financial institution,
- (b) an entity that is engaged in financial services activities and that is supervised and regulated under the banking, insurance, trust or similar laws of, and incorporated in, the United States of America or Japan, or
- (c) a credit institution, within the meaning of European Union Directive 77/780/EEC, whose home member state for purposes of that European Union Directive is France, Germany, Italy or the United Kingdom of Great Britain and Northern Ireland;

"formal bid"

- (a) has the meaning ascribed to that term in securities legislation, and
- (b) in Quebec only, means a take-over bid or an issuer bid made in accordance with Chapter III of Title IV, or section 119, of the *Securities Act* (Quebec);

"investment manager" means an entity that

- (a) either
 - (i) is registered or licensed to provide investment counselling, portfolio management or similar advisory services in respect of securities, or is exempt from the requirement to be so registered or licensed, under the securities laws of a jurisdiction or of Japan or under the Investment Advisers Act of 1940 of the United States of America, as amended, or
 - (ii) is subject to European Union Directive 93/22 on investment services in the securities field, and provides the portfolio management services referred to in Section A(3) of the Annex to that Directive, and whose home member state is France, Germany, Italy or the United Kingdom of Great Britain and Northern Ireland, and
- (b) provides the services referred to in paragraph (a) for valuable consideration under a contractual arrangement;

"joint actor" means, in relation to an entity and a security, another entity acting jointly or in concert with the entity in connection with the ownership of, or control over, the security;

"moratorium provisions" means the provisions of securities legislation listed in Appendix C;

"news release" includes a press release;

"offeror"

- (a) has the meaning ascribed to that term in securities legislation, and
- (b) in Quebec only, means a person or company making a take-over bid or issuer bid or an acquisition subject to sections 147.11, 147.12, 147.15 and 147.16 of the *Securities Act* (Quebec);

"offeror's securities"

- (a) has the meaning ascribed to that term in securities legislation, and
- (b) in Quebec only, means the securities included in the calculation of an offeror's interest under sections 111 and 112 of the *Securities Act* (Quebec);

"ownership" means, in relation to a security, the beneficial ownership of the security, and "owns", "owned" and similar words have corresponding meanings;

"pledgee" includes a holder of any type of security interest;

"portfolio adviser" means an entity that provides investment advice or portfolio management services to, or for, an investment fund;

"private mutual fund"

- (a) has the meaning ascribed to that term in securities legislation; and
- (b) in Quebec only, means a mutual fund that is
 - (i) operated as an investment club where the conditions in subsection 3(12) of the *Securities Act* (Quebec) are met; or
 - (ii) referred to in subsection 3(11) of the *Securities Act* (Quebec).

"securityholding percentage" means, in relation to an entity and a class of securities, the percentage of the outstanding securities of the class owned, together with the percentage controlled by the entity, determined in accordance with the provisions of applicable securities legislation listed in Appendix D and after application of any aggregation relief available under Part 5 that is relied on by the entity;

"take-over provisions" means the provisions in securities legislation that regulate take-over bids and issuer bids; and

"underwriting period" means, for an entity acting as an underwriter of securities, the period commencing from the date of execution of an underwriting agreement or commitment until

- (a) for securities acquired by the entity upon the exercise of an over-allotment option, four business days after the acquisition of those securities, and
- (b) for all other securities, the earlier of
 - (i) the expiration of 40 days after the date of the closing of the purchase of the securities, and
 - (ii) the date of the completion of the distribution by the underwriter of the securities.

1.2 Deemed Effective Control - For the purposes of the definition of "effective control", an entity that, either alone or together with one or more joint actors, owns or controls voting securities carrying more than 30 percent of the votes attached to all of the outstanding voting securities of a reporting issuer shall, in the absence of evidence to the contrary, be deemed to possess effective control over the reporting issuer.

PART 2 GENERAL RELIANCE AND REPORTING PROVISIONS

2.1 Reliance on Reported Outstanding Shares

- (1) Subject to subsection (2), in determining its securityholding percentage in a class of securities for the purposes of the early warning requirements or Part 4, an entity may rely upon information most recently provided by the issuer of the securities in a material change report or under section 2.1 of National Instrument 62-102 Disclosure of Outstanding Share Data, whichever contains the most recent relevant information.
- (2) Subsection (1) does not apply if the entity has knowledge both
 - (a) that the information filed is inaccurate or has changed; and
 - (b) of the correct information.

2.2 Copies of News Release and Report - An entity that files a news release and report under the early warning requirements, or a report under Part 4, in relation to a reporting issuer shall immediately send a copy of each filing to the reporting issuer.

2.3 No Duplication of News Releases or Reports

- (1) An entity that is required to issue a news release under both the early warning requirements and the acquisition announcement provisions is exempt from the requirement to issue the news release contained in the provision requiring the later release if
 - (a) the news release is filed under the provision with the earlier reporting requirement; and
 - (b) the facts required to be contained in the two news releases are identical.
- (2) An entity that is required to file a report under the acquisition announcement provisions and either the early warning requirements or Part 4 is exempt from the requirement to file the report under the provision requiring the later report if
 - (a) the report is filed under the provision requiring the earlier report; and
 - (b) the facts required to be contained in the two reports are identical.

PART 3 EARLY WARNING REQUIREMENTS

3.1 Contents of News Releases and Reports

- (1) A news release required under the early warning requirements shall contain the information required by Appendix E.
- (2) Despite subsection (1), a news release required under the early warning requirements may omit the information otherwise required by paragraphs 1(d), (g), (h) and (i) of Appendix E, and paragraph 1(j) of Appendix E to the extent that the information relates to paragraphs 1(d), (g), (h) and (i), if
 - (a) the omitted information is included in the corresponding report required by securities legislation; and
 - (b) the news release indicates the name and telephone number of an individual to contact in order to obtain a copy of the report.
- (3) The offeror shall send a copy of the report referred to in paragraph (2)(a) promptly to any entity requesting it.

3.2 Filing Relief for Joint Actors - The early warning requirements and the acquisition announcement provisions do not apply to a joint actor of an offeror in connection with the obligation to make a specific filing of a news release or report if

- (a) the offeror files a news release or report at the time that the joint actor would be required to file; and

- (b) the news release or report filed discloses the information concerning the joint actor required by securities legislation.

3.3 Exemption from Early Warning Requirements for Mutual Fund Securities - The early warning requirements do not apply in connection with the ownership or control of securities issued by a mutual fund to which National Instrument 81-102 Mutual Funds applies.

PART 4 ALTERNATIVE MONTHLY REPORTING SYSTEM

4.1 Exemption from the Early Warning Requirements - The early warning requirements do not apply to an eligible institutional investor for a reporting issuer if the eligible institutional investor

- (a) is not disqualified by section 4.2 from filing reports under this Part for the reporting issuer; and
- (b) either
 - (i) intends to file reports under this Part for the reporting issuer, if no reports are yet required to be filed; or
 - (ii) is not in arrears of filing reports under this Part for the reporting issuer, if a report has been required by this Part to be filed.

4.2 Disqualification - An eligible institutional investor shall not file reports under this Part for a reporting issuer if the eligible institutional investor, or a joint actor

- (a) makes or intends to make a formal bid for securities of the reporting issuer; or
- (b) proposes or intends to propose a reorganization, amalgamation, merger, arrangement or similar business combination with a reporting issuer that if completed would reasonably be expected to result in the eligible institutional investor, either alone or together with any joint actors, possessing effective control over the reporting issuer or a successor to all or a part of the business of the reporting issuer.

4.3 Reporting and Filing Requirements

- (1) If an eligible institutional investor is relying on the exemption in section 4.1 for a reporting issuer and becomes disqualified under section 4.2 from filing, or no longer intends to file, reports under this Part for the reporting issuer, the eligible institutional investor shall
 - (a) immediately issue and file a news release; and
 - (b) within two business days after filing the news release, file a report.

- (2) The news release and report required by subsection (1) shall contain the information required by Appendix F.

(3) An eligible institutional investor that is required to file a report under subsection (1) for a reporting issuer is not exempt from the early warning requirements for that reporting issuer as of the date on which the news release required by subsection (1) is required to be filed.

(4) An eligible institutional investor that files reports under this Part for a reporting issuer and that controls securities of the reporting issuer that are owned by another entity shall

- (a) on request by the entity, promptly advise the entity of the number of securities held on its behalf; and
- (b) if the eligible institutional investor has reason to believe that the securityholding percentage of the entity in a class of voting or equity securities of the reporting issuer equals 10 percent or more, promptly advise the entity of the number of securities held on its behalf.

4.4 Restrictions on Acquisitions - An eligible institutional investor that has become disqualified under section 4.2 from filing reports under this Part for a reporting issuer, if the securityholding percentage of the eligible institutional investor in a class of voting or equity securities of the reporting issuer is 10 percent or more, shall not acquire ownership of, or control over, any additional securities of the reporting issuer for the period

- (a) starting at the time that the news release referred to in paragraph 4.3(1)(a) is required to be filed; and
- (b) ending 10 days after the news release is filed.

4.5 Filing Obligations under this Part - In order to rely on the exemption provided by section 4.1, an eligible institutional investor shall file a report

- (a) within 10 days after the end of the month in which the eligible institutional investor elected to begin to file reports for the reporting issuer under this Part, if the securityholding percentage of the eligible institutional investor in a class of voting or equity securities of the reporting issuer at the end of the month is 10 percent or more;
- (b) within 10 days after the end of the month in which the securityholding percentage of the eligible institutional investor in a class of voting or equity securities of the reporting issuer, as at the end of the month, increased to 10 percent or more;
- (c) within 10 days after the end of the month in which the securityholding percentage of the eligible institutional investor in a class of voting or

equity securities of the reporting issuer, as at the end of the month, increased or decreased past thresholds that are products of whole numbers multiplied by 2.5 percent of the outstanding securities of the class and that are in excess of 10 percent of the outstanding securities of the class; and

- (d) within 10 days after the end of the month in which the securityholding percentage of the eligible institutional investor in a class of voting or equity securities of the reporting issuer, as at the end of the month, decreased to less than 10 percent.

4.6 Change Reports - In addition to the filing requirements of section 4.5, an eligible institutional investor shall file a report within 10 days after the end of the month in which there has been a change in a material fact contained in the report of the eligible institutional investor most recently filed under this Part.

4.7 Contents of Reports

- (1) A report filed under this Part shall contain the information required by Appendix G.
- (2) Despite subsection (1), a report filed under paragraph 4.5(d) may be limited to
 - (a) the name and address of the eligible institutional investor;
 - (b) the name of the reporting issuer and the designation and number or principal amount of voting or equity securities of the reporting issuer in respect of which the report is being filed and the securityholding percentage of the eligible institutional investor in the class of securities; and
 - (c) a statement that the eligible institutional investor is eligible to file reports under this Part.

4.8 Exemptions - The requirement to file a report under this Part does not apply to a joint actor with an eligible institutional investor in connection with a specific filing if

- (a) the eligible institutional investor files a report under this Part at the time that the joint actor is required to file; and
- (b) the report discloses the information concerning the joint actor required by this Instrument.

PART 5 AGGREGATION RELIEF

5.1 Separate Business Units - An eligible institutional investor, or an affiliate or associate of an eligible institutional investor, that conducts business or investment activities through business units may, for the purposes of the applicable provisions and securities

legislation related to the applicable definitions, treat securities that are owned or controlled through a business unit, or securities into which those securities are convertible, exercisable or exchangeable, separately from securities owned or controlled through any other of its business units if

- (a) decisions on each of the acquisition, disposition, holding or voting of the securities owned or controlled by a business unit are made in all circumstances by that business unit;
- (b) the business unit is not a joint actor with any other business unit with respect to the securities, determined without regard to the presumption in securities legislation that an associate or affiliate of an offeror is presumed to be acting jointly or in concert with the offeror;
- (c) no entity that makes, advises on, participates in the formulation of, or exercises influence over, decisions on the acquisition, disposition, holding or voting of securities owned or controlled by or on behalf of a business unit also makes, advises on, participates in the formulation of or exercises influence over, decisions on the acquisition, disposition, holding or voting of securities owned or controlled by or on behalf of any other business unit, except for the purposes of
 - (i) preparing research reports,
 - (ii) monitoring or ensuring compliance with regulatory requirements, or
 - (iii) setting, monitoring or ensuring compliance with general investment policies, guidelines, objectives or restrictions;
- (d) the eligible institutional investor or affiliate or associate has reasonable grounds for believing that each business unit complies with the applicable provisions and securities legislation related to the applicable definitions in connection with the securities owned or controlled by the business unit;
- (e) the eligible institutional investor or affiliate or associate has taken reasonable steps to ensure that each business unit complies with the requirements of this Part; and
- (f) the eligible institutional investor or affiliate or associate complies with section 5.3.

5.2 Securities Held by an Investment Fund - An eligible institutional investor, or an affiliate or associate of an eligible institutional investor, may, for the purposes of the applicable provisions and securities legislation related to the applicable definitions, treat securities owned or controlled by an investment fund over which the eligible institutional investor, affiliate or associate exercises or shares control, or securities into which those securities are convertible, exercisable or exchangeable,

separately from other securities owned or controlled by the eligible institutional investor or affiliate or associate if

- (a) the investment fund is not a private mutual fund;
- (b) a portfolio adviser manages the investment fund on behalf of the eligible institutional investor under a written agreement;
- (c) the portfolio adviser has been identified as managing the investment fund in a document provided to an investor;
- (d) none of the eligible institutional investor, its affiliates or associates, or a director, officer, partner, employee or agent of the eligible institutional investor or its affiliates or associates, makes, advises on, participates in the formulation of, or exercises influence over, decisions made by the portfolio adviser on the acquisition, disposition, holding or voting of securities, except for the purposes of
 - (i) preparing research reports,
 - (ii) monitoring or ensuring compliance with regulatory requirements, or
 - (iii) setting, monitoring or ensuring compliance with general investment policies, guidelines, objectives or restrictions;
- (e) the eligible institutional investor or affiliate or associate has reasonable grounds for believing that the portfolio adviser complies with the applicable provisions and securities legislation related to the applicable definitions in connection with securities owned or controlled by the investment fund;
- (f) the portfolio adviser neither controls nor is controlled by the eligible institutional investor or an affiliate or associate of the eligible institutional investor; and
- (g) the eligible institutional investor or affiliate or associate complies with section 5.3.

5.3 Reporting and Record Keeping

- (1) In addition to the requirements of sections 5.1 and 5.2, in order to rely on section 5.1 or 5.2, an eligible institutional investor or an affiliate or associate shall indicate in any document released or filed under the applicable provisions or securities legislation related to the applicable definitions
 - (a) its reliance on either section 5.1 or 5.2;
 - (b) the identity of the business units or investment funds for which ownership

and control of the securities has been disclosed; and

- (c) the fact that securities owned or controlled by other business units or investment funds have not been, or may not have been, disclosed.
- (2) An eligible institutional investor or affiliate or associate shall maintain records of the details concerning
 - (a) business units of the entity that are treated separately, by reason of section 5.1, for the purposes of compliance with the applicable provisions and securities legislation related to the applicable definitions; and
 - (b) investment funds whose ownership of, or control over, securities are treated separately, by reason of section 5.2, for the purposes of compliance with the applicable provisions and securities legislation related to the applicable definitions.

5.4 No Requirement to Satisfy Insider Reporting Requirement - If an eligible institutional investor, or an affiliate or associate of an eligible institutional investor, is relying on this Part so that it is not subject to the insider reporting requirement for a reporting issuer, then every director or senior officer of the eligible institutional investor, or of the affiliate or associate of an eligible institutional investor, who is an insider of the reporting issuer solely as a result of being a director or senior officer of the eligible institutional investor, or the affiliate or associate of an eligible institutional investor, is not subject to the insider reporting requirement for the reporting issuer.

PART 6 ISSUER ACTIONS

6.1 Issuer Actions

- (1) An entity is exempt from the early warning requirements and the obligation to report under Part 4 in connection with an increase in the securityholding percentage of the entity in a class of securities of a reporting issuer that arises without any action being taken by the entity and solely from
 - (a) a reduction in outstanding securities that occurs as a result of redemptions, retractions or other repurchases by the reporting issuer, that affect or are offered to all securityholders of the relevant class; or
 - (b) a transaction effected under National Instrument 32-101 Small Securityholder Selling and Purchase Arrangements.

- (2) An entity is exempt from the early warning requirements and the obligation to report under Part 4 in connection with a decrease in the securityholding percentage of the entity in a class of securities of a reporting issuer that arises without any action being taken by the entity and solely from
 - (a) an increase in outstanding securities that occurs as a result of treasury issuances of securities by the reporting issuer; or
 - (b) a transaction effected under National Instrument 32-101 Small Securityholder Selling and Purchase Arrangements.
- (3) An entity may rely upon an exemption provided by this section in connection with a class of securities only until the entity undertakes any transaction that changes the securityholding percentage of the entity in that class of securities.
- (4) An entity that undertakes a transaction described in subsection (3) shall comply with the early warning requirements or Part 4 in connection with the class of securities referred to in that subsection in a manner that reflects the changes in the securityholding percentage of the entity in that class of securities since the last news release or report made or filed under the early warning requirements or Part 4.

PART 7 UNDERWRITING EXEMPTION

- 7.1 Underwriting Exemption** - An entity is exempt from the early warning requirements and the obligation to report under Part 4 in respect of securities owned by the entity in its capacity as underwriter or securities into which those securities are convertible, or exercisable or exchangeable, during the underwriting period, if
- (a) the entity is engaged in the business of an underwriter of securities; and
 - (b) the entity or the issuer of the securities has issued and filed a news release that
 - (i) announces the proposed underwriting, and
 - (ii) identifies the reporting issuer and the designation and number or principal amount of the securities underwritten.

PART 8 RELIEF FOR PLEDGEEES

8.1 Relief for Pledgées

- (1) For securities that are controlled by a person or company as a pledgee, and any securities into which those securities are convertible, exercisable or exchangeable, in either case that are pledged, mortgaged or otherwise

encumbered as collateral for a debt under a written pledge agreement and in the ordinary course of the business of the person or company, the person or company is exempt from the applicable provisions, and those securities are not required to be taken into account for the purposes of securities legislation related to the applicable definitions.

- (2) Subsection (1) does not apply at any time that the person or company is legally entitled to dispose of the securities as pledgee for the purpose of applying proceeds of realization in repayment of the secured debt.

8.2 Further Relief for de minimis Pledgées

- (1) Despite subsection 8.1(2), for securities that are controlled by a person or company as a pledgee, and any securities into which those securities are convertible, exercisable or exchangeable, in either case that are or were pledged, mortgaged or otherwise encumbered as collateral for a debt, under a written pledge agreement and in the ordinary course of the business of the person or company, the person or company is exempt from the applicable provisions, and those securities are not required to be taken into account for the purposes of securities legislation related to the applicable definitions, even if the person or company is legally entitled to dispose of the securities as pledgee for the purpose of applying proceeds of realization in repayment of the secured debt, if
 - (a) the principal amount of the debt, together with the principal amount of all other debts of or guaranteed by the same borrower to the person or company, does not exceed \$2,000,000; and
 - (b) the pledged securities, and securities into which the pledged securities are convertible, exercisable or exchangeable, constitute less than 10 percent of a class of voting or equity securities.

- 8.3 Corresponding Insider Reporting Relief** - If a person or company is exempt under section 8.1 or 8.2 from the insider reporting requirement for those securities of a reporting issuer that it controls as pledgee, every director or senior officer of the person or company who is an insider of the reporting issuer solely as a result of being a director or senior officer of the person or company that is an insider of the reporting issuer is exempt from the insider reporting requirement for those securities.

PART 9 INSIDER REPORTING EXEMPTION; EARLY WARNING DECREASE REPORTS

9.1 Insider Reporting Exemption; Early Warning Decrease Reports

- (1) Subject to subsections (3) and (4), an eligible institutional investor is exempt from the insider reporting requirement for a reporting issuer if
 - (a) the eligible institutional investor has filed the report required under the early warning requirements or Part 4 for the reporting issuer in connection with the current securityholding percentage of the eligible institutional investor in the classes of voting and equity securities of the reporting issuer;
 - (b) the eligible institutional investor is not disqualified under section 4.2 from filing reports under Part 4;
 - (c) the eligible institutional investor does not have knowledge of any material fact or material change with respect to the reporting issuer that has not been generally disclosed;
 - (d) the eligible institutional investor does not receive in the ordinary course of its business and investment activities knowledge of any material fact or material change with respect to the reporting issuer that has not been generally disclosed;
 - (e) there are no directors or officers of the reporting issuer who were, or could reasonably be seen to have been, selected, nominated or designated by the eligible institutional investor or any joint actor; and
 - (f) the eligible institutional investor, either alone or together with any joint actors, does not possess effective control of the reporting issuer.
- (2) An eligible institutional investor relying on the exemption in subsection (1) shall maintain records that include the information that, absent this section, would have been required to be included in a report filed under the insider reporting requirement.
- (3) Despite subsection (1), an eligible institutional investor that is filing reports under the early warning requirements for a reporting issuer, and whose securityholding percentage in a class of voting or equity securities of the reporting issuer decreases by two percent or more, may rely upon the exemption contained in subsection (1) for the reporting issuer only if

- (a) the eligible institutional investor treats the decrease as a change in a material fact for the purposes of securities legislation pertaining to the early warning requirements; or
 - (b) the decrease arose without any action being taken by the eligible institutional investor and solely from an increase in outstanding securities that occurred as a result of treasury issuances of securities by the reporting issuer, and the eligible institutional investor has not undertaken any transaction in respect of the class of securities since the decrease.
- (4) Despite subsection (1), an eligible institutional investor that is an insider of a reporting issuer may not rely upon the exemption contained in subsection (1) if
 - (a) the eligible institutional investor, either alone or with a joint actor or joint actors, purchased in the previous month, directly or indirectly, 50 percent or more of all of the securities of a class that were reported sold on stock exchanges, over-the-counter markets or both in the previous month; or
 - (b) the eligible institutional investor, either alone or with a joint actor or joint actors, sold in the previous month, directly or indirectly, 50 percent or more of all of the securities of a class that were reported sold on stock exchanges, over-the-counter markets or both in the previous month.
 - (5) If an eligible institutional investor is exempt under subsection (1) from the insider reporting requirement for a reporting issuer, every director or senior officer of the eligible institutional investor who is an insider of the reporting issuer solely as a result of being director or senior officer of the eligible institutional investor is exempt from the insider reporting requirement for the reporting issuer.

PART 10 MORATORIUM RELIEF

10.1 Moratorium Relief

- (1) An entity is exempt from the moratorium provisions in respect of the acquisition of, or offers to acquire, securities, if those acquisitions or offers are made by an investment manager acting on behalf of the entity without the direction or prior knowledge of the entity.
- (2) Subsection (1) does not apply to an investment manager acting as principal.

- (3) An entity is exempt from the moratorium provisions in respect of any acquisitions of, or offers to acquire, securities made solely in its capacity as an approved specialist, or market maker, recognized by a stock exchange or an over-the-counter market that represents a published market for the securities.
- (4) An eligible institutional investor is exempt from the moratorium provisions in respect of securities of a reporting issuer at any time in which
- (a) the eligible institutional investor is using the exemption in section 4.1 in connection with filings relating to securities of that reporting issuer; or
 - (b) the eligible institutional investor is subject to the restrictions contained in section 4.4.

PART 11 EXEMPTIONS

11.1 Exemptions

- (1) The regulator or the securities regulatory authority may grant an exemption to this Instrument, in whole or in part, subject to such conditions or restrictions as may be imposed in the exemption.
- (2) Despite subsection (1), in Ontario only the regulator may grant such an exemption.

PART 12 EFFECTIVE DATE

- 12.1 Effective Date** - This Instrument comes into force on March 15, 2000.

**NATIONAL INSTRUMENT 62-103
APPENDIX A
CONTROL BLOCK DISTRIBUTION DEFINITION**

JURISDICTION	SECURITIES LEGISLATION REFERENCE
ALBERTA	Clause 1(f)(iii) of the <i>Securities Act</i> (Alberta)
BRITISH COLUMBIA	Paragraph (c) of the definition of "distribution" contained in subsection 1(1) of the <i>Securities Act</i> (British Columbia)
MANITOBA	Paragraph 1(b) of the definition of "primary distribution to the public" contained in subsection 1(1) of the <i>Securities Act</i> (Manitoba)
NEW BRUNSWICK	Paragraph (b) of the definition of "primary distribution to the public" contained in section 1 of the <i>Security Frauds Prevention Act</i> (New Brunswick)
NEWFOUNDLAND	Clause 2(1)(l)(iii) of the <i>Securities Act</i> (Newfoundland)
NOVA SCOTIA	Clause 2(1)(l)(iii) of the <i>Securities Act</i> (Nova Scotia)
ONTARIO	Paragraph (c) of the definition of "distribution" contained in subsection 1(1) of the <i>Securities Act</i> (Ontario)
PRINCE EDWARD ISLAND	Clause 1(b.1)(iii) of the <i>Securities Act</i> (Prince Edward Island)
SASKATCHEWAN	Subclause 2(1)(r)(iii) of <i>The Securities Act, 1988</i> (Saskatchewan)

NATIONAL INSTRUMENT 62-103
APPENDIX B
EARLY WARNING REQUIREMENTS

NATIONAL INSTRUMENT 62-103
APPENDIX C
MORATORIUM PROVISIONS

JURISDICTION	SECURITIES LEGISLATION REFERENCE	JURISDICTION	SECURITIES LEGISLATION REFERENCE
ALBERTA	Subsections 141(1), 141(2), and 141(3) of the <i>Securities Act</i> (Alberta)	ALBERTA	Subsection 141(4) of the <i>Securities Act</i> (Alberta)
BRITISH COLUMBIA	Subsections 111(1) and 111(2) of the <i>Securities Act</i> (British Columbia)	BRITISH COLUMBIA	Subsection 111(3) of the <i>Securities Act</i> (British Columbia)
MANITOBA	Subsections 92(1) and 92(2) of the <i>Securities Act</i> (Manitoba)	MANITOBA	Subsection 92(3) of the <i>Securities Act</i> (Manitoba)
NEWFOUNDLAND	Subsections 102(1) and 102(2) of the <i>Securities Act</i> (Newfoundland)	NEWFOUNDLAND	Subsection 102(3) of the <i>Securities Act</i> (Newfoundland)
NOVA SCOTIA	Subsections 107(1) and 107(2) of the <i>Securities Act</i> (Nova Scotia)	NOVA SCOTIA	Subsection 107(3) of the <i>Securities Act</i> (Nova Scotia)
ONTARIO	Subsections 101(1) and 101(2) of the <i>Securities Act</i> (Ontario)	ONTARIO	Subsection 101(3) of the <i>Securities Act</i> (Ontario)
QUEBEC	Sections 147.11 and 147.12 of the <i>Securities Act</i> (Quebec)	QUEBEC	Section 147.14 of the <i>Securities Act</i> (Quebec)
SASKATCHEWAN	Subsections 110(1) and 110(2) of <i>The Securities Act, 1988</i> (Saskatchewan)	SASKATCHEWAN	Subsection 110(3) of <i>The Securities Act, 1988</i> (Saskatchewan)

**NATIONAL INSTRUMENT 62-103
APPENDIX D
SECURITY OWNERSHIP AND CONTROL PROVISIONS**

**APPENDIX E
REQUIRED DISCLOSURE**

JURISDICTION	SECURITIES LEGISLATION REFERENCE	REQUIRED DISCLOSURE IN NEWS RELEASE FILED UNDER EARLY WARNING REQUIREMENTS
ALBERTA	Sections 5 and 6, subsections 131(4), 131(5) and 131(6), and section 131.1 of the <i>Securities Act</i> (Alberta)	<p>1. For each class of securities involved in a transaction or occurrence giving rise to an obligation to file a news release under the early warning requirements and, if applicable, for each class of voting or equity securities into which the securities of the class are convertible, exercisable or exchangeable, the news release shall include:</p> <p>(a) the name and address of the offeror;</p> <p>(b) the designation and number or principal amount of securities and the offeror's securityholding percentage in the class of securities of which the offeror acquired ownership or control in the transaction or occurrence giving rise to the obligation to file the news release, and whether it was ownership or control that was acquired in those circumstances;</p> <p>(c) the designation and number or principal amount of securities and the offeror's securityholding percentage in the class of securities immediately after the transaction or occurrence giving rise to obligation to file the news release;</p> <p>(d) the designation and number or principal amount of securities and the percentage of outstanding securities of the class of securities referred to in paragraph (c) over which</p> <p>(i) the offeror, either alone or together with any joint actors, has ownership and control,</p> <p>(ii) the offeror, either alone or together with any joint actors, has ownership but control is held by other persons or companies other than the offeror or any joint actor, and</p> <p>(iii) the offeror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership;</p> <p>(e) the name of the market in which the transaction or occurrence that gave rise to the news release took place;</p> <p>(f) the purpose of the offeror and any joint actors in effecting the transaction or occurrence that gave rise to the news release, including any future intention to acquire ownership of, or control over, additional securities of the reporting issuer;</p> <p>(g) the general nature and the material terms of any agreement, other than lending arrangements, with respect to securities of the reporting issuer entered into by the offeror, or any joint actor, and the issuer of the securities or any other entity in connection with the transaction or occurrence giving rise to the</p>
BRITISH COLUMBIA	Subsection 1(4) and sections 95 and 96 of the <i>Securities Act</i> (British Columbia)	
MANITOBA	Subsections 1(6) and 1(7) and sections 81 and 82 of the <i>Securities Act</i> (Manitoba)	
NEWFOUNDLAND	Subsections 2(5) and 2(6) and sections 91 and 92 of the <i>Securities Act</i> (Newfoundland)	
NOVA SCOTIA	Subsections 2(5) and 2(6) and sections 96 and 97 of the <i>Securities Act</i> (Nova Scotia)	
ONTARIO	Subsections 1(5) and 1(6) and sections 90 and 91 of the <i>Securities Act</i> (Ontario)	
QUEBEC	Sections 111 and 112 of the <i>Securities Act</i> (Quebec)	
SASKATCHEWAN	Subsections 2(5) and 2(6) and sections 99 and 100 of <i>The Securities Act, 1988</i> (Saskatchewan)	

news release, including agreements with respect to the acquisition, holding, disposition or voting of any of the securities;

- (h) the names of any joint actors in connection with the disclosure required by this Appendix;
 - (i) in the case of a transaction or occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, the nature and value of the consideration paid by the offeror; and
 - (j) if applicable, a description of any change in any material fact set out in a previous report by the entity under the early warning requirements or Part 4 in respect of the reporting issuer's securities.
2. Despite paragraph (1)(b), an offeror may omit the securityholding percentage from a news release if it is included in the corresponding report filed under the early warning requirements and the change in percentage would represent less than 1 percent of the class.
3. A news release may also include
- (a) information in addition to that required by this Instrument; and
 - (b) a declaration that the issuance of the news release is not an admission that an entity named in the news release owns or controls any described securities or is a joint actor with another named entity.

**APPENDIX F
REQUIRED DISCLOSURE**

REQUIRED DISCLOSURE IN NEWS RELEASE AND REPORT FILED BY AN ELIGIBLE INSTITUTIONAL INVESTOR UNDER SECTION 4.3

1. For each class of securities involved in an occurrence giving rise to an obligation to file a news release under section 4.3 and, if applicable, for each class of voting or equity securities into which the securities of the class are convertible, exercisable or exchangeable, the news release shall include:
 - (a) a statement that the eligible institutional investor is ceasing to file reports under Part 4 for the reporting issuer;
 - (b) the reasons for doing so;
 - (c) the name and address of the eligible institutional investor;
 - (d) the designation and number or principal amount of securities and the eligible institutional investor's securityholding percentage in the class of securities immediately after the occurrence giving rise to obligation to file the news release;
 - (e) the designation and number or principal amount of securities and the percentage of outstanding securities of the class of securities referred to in paragraph (d) over which
 - (i) the eligible institutional investor, either alone or together with any joint actors, has ownership and control,
 - (ii) the eligible institutional investor, either alone or together with any joint actors, has ownership but control is held by other persons or companies other than the eligible institutional investor or any joint actor, and
 - (iii) the eligible institutional investor, either alone or together with any joint actors, has exclusive or shared control but does not have ownership;
 - (f) the purpose of the eligible institutional investor and any joint actors in effecting the occurrence that gave rise to the news release, including any future intention to acquire ownership of, or control over, additional securities of the reporting issuer;
 - (g) the general nature and the material terms of any agreement, other than lending arrangements, with respect to securities of the reporting issuer entered into by the eligible institutional investor, or any joint actor, and the issuer of the securities or any other entity in connection with the occurrence giving rise to the news release, including agreements with

respect to the acquisition, holding, disposition or voting of any of the securities;

- (h) the names of any joint actors in connection with the disclosure required by this Appendix;
 - (i) in the case of an occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, the nature and value of the consideration paid by the eligible institutional investor; and
 - (j) if applicable, a description of any change in any material fact set out in a previous report by the eligible institutional investor under the early warning requirements or Part 4 in respect of the reporting issuer's securities.
2. A news release may also include
- (a) information in addition to that required by this Instrument; and
 - (b) a declaration that the issuance of the news release is not an admission that an entity named in the news release owns or controls any described securities or is a joint actor with another named entity.

**APPENDIX G
REQUIRED DISCLOSURE**

REQUIRED DISCLOSURE IN REPORT FILED BY AN ELIGIBLE INSTITUTIONAL INVESTOR UNDER PART 4

1. For each class of securities required to be reported upon under Part 4, a report shall include:
 - (a) the name and address of the eligible institutional investor;
 - (b) the net increase or decrease in the number or principal amount of securities, and in the eligible institutional investor's securityholding percentage in the class of securities, since the last report filed by the eligible institutional investor under Part 4 or the early warning requirements;
 - (c) the designation and number or principal amount of securities and the eligible institutional investor's securityholding percentage in the class of securities at the end of the month for which the report is made;
 - (d) the designation and number or principal amount of securities and the percentage of outstanding securities referred to in paragraph (c) over which
 - (i) the eligible institutional investor, either alone or together with any joint actors, has ownership and control,
 - (ii) the eligible institutional investor, either alone or together with any joint actors, has ownership but control is held by other entities other than the eligible institutional investor or any joint actor, and
 - (iii) the eligible institutional investor, either alone or together with any joint actors, has exclusive or shared control but does not have ownership;
 - (e) the purpose of the eligible institutional investor and any joint actors in acquiring or disposing of ownership of, or control over, the securities, including any future intention to acquire ownership of, or control over, additional securities of the reporting issuer;
 - (f) the general nature and the material terms of any agreement, other than lending arrangements, with respect to securities of the reporting issuer entered into by the eligible institutional investor, or any joint actor, and the issuer of the securities or any other entity in connection with any transaction or occurrence resulting in the change in ownership or control giving rise to the report, including agreements with respect to the acquisition, holding, disposition or voting of any of the securities;
 - (g) the names of any joint actors in connection with the disclosure required by this Appendix;

- (h) if applicable, a description of any change in any material fact set out in a previous report by the eligible institutional investor under the early warning requirements or Part 4 in respect of the reporting issuer's securities; and
 - (i) a statement that the eligible institutional investor is eligible to file reports under Part 4 in respect of the reporting issuer.
- 2. Despite paragraph (1)(b), an eligible institutional investor may omit the securityholding percentage from a report if the change in percentage is less than 1 percent of the class.
- 3. A report may also include
 - (a) information in addition to that required by this Instrument; and
 - (b) a declaration that the filing of the report is not an admission that an entity named in the report owns or controls any described securities or is a joint actor with another named entity.

Chapter 6

Request for Comments

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

This Page Intentionally left blank

Chapter 7

Insider Reporting

This chapter is available in the print version of the OSC Bulletin, as well as as in Carswell's internet service SecuritiesSource (see www.carswell.com).

This chapter contains a weekly summary of insider transactions of Ontario reporting issuers in the System for Electronic Disclosure by Insiders (SEDI). The weekly summary contains insider transactions reported during the seven days ending Sunday at 11:59 pm.

To obtain Insider Reporting information, please visit the SEDI website (www.sedi.ca).

Chapter 8

Notice of Exempt Financings

Exempt Financings

The Ontario Securities Commission reminds Issuers of exempt financings that they are responsible for the completeness, accuracy and timely filing of Forms 20 and 21 pursuant to section 72 of the Securities Act and section 14 of the Regulation to the Act. The information provided is not verified by staff of the Commission and is published as received except for confidential reports filed under paragraph E of the Ontario Securities Commission Policy Statement No. 6.1.

Reports of Trades Submitted on Form 45-501f1

<u>Trans. Date</u>	<u>Security</u>	<u>Price (\$)</u>	<u>Amount</u>
28Jan00	701.Com Corp. - Special Warrants	525,000	1,312,500
03Feb00	A&B Geoscience Corporation - Common Shares	90,000	600,000
26Jan00	A&B Geoscience Corporation - Common Shares	495,000	3,300,000
31Dec99 to 04Jan00	Acuity Pooled Fixed Income Fund - Units	486,764	39,977
07Jan00 & 10Jan00	Acuity Pooled Canadian Equity Fund - Units	425,503	26,419
14Jan00	Advantexcel.com Communications Corp. - Units	293,685	625,000
31Jan00	Altus Capital Advance Fund - Trust Units	1,500,000	14,420
Dec99	Armistice Resources Ltd. - Units	85,000	8
19Jan00	Banyan Private Equity Fund Limited Partnership - Limited Partnership Interest	3,000,000	3,000,000
31Jan00	# Barclays Global Investors Canada Limited Canadian Tactical Asset Allocation Fund - Units	10,000	657
31Jan00	# Barclays Global Investors Canada Limited Long Bond Index Fund - Units	2,000	202
31Jan00	# Barclays Global Investors Canada Limited Unhedged Synthetic US Equity Index Fund - Units	10,000	253
31Jan00	# Barclays Global Investors Canada Limited Hedged Synthetic EAFE Index Fund - Units	5,000	224
31Jan00	# Barclays Global Investors Canada Limited Hedged Synthetic US Mid-Cap Equity Index Fund - Units	1,000	87
31Jan00	# Barclays Global Investors Canada Limited EAFE Equity Index Fund Canada - Units	1,000	91
31Jan00	# Barclays Global Investors Canada Limited Unhedged Synthetic EAFE Index Fund - Units	5,000	441
31Jan00	# Barclays Global Investors Canada Limited Real Return Bond Index Fund - Units	1,000	93
31Jan00	# Barclays Global Investors Canada Limited Universe Bond Index Fund - Units	5,000	422
01Feb00	Basis 100 Inc. - Special Warrants	52,500,000	5,000,000
15Feb00	Boyd Group Inc., The - Class A (Subordinate Restricted Voting) Shares	US\$232,732	66,495

Notice of Exempt Financings

<u>Trans. Date</u>	<u>Security</u>	<u>Price (\$)</u>	<u>Amount</u>
04Feb00	BPI American Opportunities Fund - Units	314,409	2,589
28Jan00	BPI American Opportunities Fund - Units	792,490	7,082
28Jan00	BPI Global Opportunity Fund - Units	627,246	25,511
04Feb00	BPI Global Opportunities III Fund - Units	4,615,805	41,025
28Jan00	BPI Global Opportunities III Fund - Units	5,632,713	51,110
11Jan00	Buystream Inc. - Class A Common Shares	1,305,975	900,000
11Jan00	Buystream Inc. - Class A Common Shares	450,000	302,389
03Feb00	Canada Payphone Corporation - Special Warrants	851,200	608,000
31Jan00	Canada Trustco Mortgage Company - Common Shares	125,000,000	5
28Jan00	Cascade Systems Incorporated - Series A Preferred Stock	US\$49,998	28,735
07Feb00	CC&L Money Market Fund -	166,500	16,650
	Connor Clark Private Trust -	US\$14,147,862	14,147,862
Nov & Dec99	Connor Clark Private Trust -	36,293,148	36,293,148
28Jan00	Dolphin Entertainment Corp. - Promissory Note due 28Jan03	\$1,300,000	\$1,300,000
03Feb00	Dotcom 2000 Inc. - Special Warrants	1,700,000	3,400,000
31Dec99	Dumont Nickel Inc. - Units	233,100	932,400
01Feb00	Fallingbrook Growth Fund, The - Class A Units	462,890	30,970
28Jan00	Globix Corporation - 12½% Senior Notes	US\$1,000,000	\$1,000,000
01Feb00	Gluskin Sheff Fund, The - Units	1,026,114	10,517
27Jan00	# GT Group Telecom Inc. - 13½% Senior Discount Notes due 2010	\$143,473	\$143,473
31Jan00	Harbour Capital Balanced Fund - Units	1,056,697	9,666
31Jan00	Harbour Capital Foreign Balanced Fund - Units	835,293	7,484
11Aug99	Honda Canada Finance Inc. - US Dollar Senior Unsecured Series B Debentures	US\$50,000,000	50,000,000
17Nov97	HSBC Evergreen U.S. Equity Fund - Units	4,810,351	108,814
31Oct95	HSBC Evergreen U.S. Equity Fund - Units	4,656,124	186,563
15Jul98	HSBC Evergreen U.S. Equity Fund - Units	4,820,254	86,988
30Apr94	HSBC Evergreen U.S. Equity Fund - Units	1,306,101	67,818
29Feb96	HSBC Evergreen U.S. Equity Fund - Units	819,259	28,319
30Apr99 to 15Jul99	HSBC Evergreen U.S. Equity Fund - Units	5,835,423	92,217
31Jan00	Impsat Fiber Networks, Inc. - Common Shares	US\$1,700	100
27Jan00	Inex Pharmaceuticals Corp. - Special Warrants	17,521,875	2,300,000
23Dec99	James Richardson International Limited - 8.09% Senior Secured Debentures due December 23, 2024 - Amended	60,000,000	60,000,000
24Dec99	KB Resources Inc. - Common Shares	56,667	56,667
09Feb00	KBSH Private - Balanced - Units	151,873	11,220
09Feb00	KBSH Private - U.S. Equity - Units	447,190	17,122
31Jan00	Kingwest Avenue Portfolio - Units	1,176,000	70,017
30Dec99	Liberty Oil & Gas Ltd. - Common Shares	73,125	1,175,000
02Feb00	Lifepoints Achievement Fund, Lifepoints Progress Fund, Lifepoints Opportunity Fund, Russell Canadian Equity Fund, Russell Canadian Fixed Income Fund, Russell Global Equity Fund - Units	34,465	268
01Feb00	Lifepoints Achievement Fund, Lifepoints Opportunity Fund, Russell Canadian Equity Fund, Russell Canadian Fixed Income Fund, Russell Global Equity Fund - Units	74,293	661
31Jan00	Lifepoints Achievement Fund - Units	34,724	313

Notice of Exempt Financings

<u>Trans. Date</u>	<u>Security</u>	<u>Price (\$)</u>	<u>Amount</u>
02Feb00	Lifepoints Achievement Fund, Lifepoints Progress Fund, Lifepoints Opportunity Fund, Russell Canadian Equity Fund, Russell Global Equity Fund - Units	32,465	268
24Jan00 to 04Feb00	Manulife Canadian Small Cap Equity Fund - Units	542,950	51,349
24Jan00 to 04Feb00	Manulife Canadian Large Cap Value Equity Fund - Units	1,301,873	119,842
24Jan00 to 04Feb00	Manulife Canadian Short Term Bond Fund -Units	817,392	81,955
24Jan00 to 04Feb00	Manulife Canadian Bond Fund - Units	702,065	72,142
24Jan00 to 04Feb00	Manulife Canadian Money Market Fund - Units	224,651	22,465
24Jan00 to 04Feb00	Manulife Global Bond Fund - Units	96,182	11,645
24Jan00 to 04Feb00	Manulife International Equity Fund - Units	583,184	50,353
24Jan00 to 04Feb00	Manulife Large Cap Blend Equity Fund - Units	525,654	46,116
24Jan00 to 04Feb00	Manulife Large Cap Growth Equity Fund - Units	741,129	60,295
24Jan00 to 04Feb00	Manulife US Equity Fund - Units	493,731	42,064
31Jan00	Marquest Balanced Fund #505 - Units	1,583,552	131,851
31Jan00	Marquest Canadian Equity Growth Fund #501 - Units	850,212	89,284
31Jan00	Marquest Canadian Equity Growth Fund #501- Units	5,298,330	204,291
31Jan00	Marquest US Equity Growth Fund #502 - Units	1,939,551	85,080
31Jan00	Master Credit Card Trust - 6.15% Credit Card Receivables-Backed Notes	\$13,688,800	142,000
31Jan00	Master Credit Card Trust - 6.15% Credit Card Receivables-Backed Notes	\$1,928,000	20,000
01Feb00	McElvaine Investment Trust, The - Units	2,812	264
08Feb00	MC ² Learning Systems Inc. - Special Warrants	21,500,000	2,150,000
28Jan00	MDU Communications International, Inc. - Series A Convertible Preferred Shares	3,605,520	996,000
15Dec99	MedicalLogic, Inc. - Shares of Common Stock	63,036	2,500
08Feb00	Meota Resources Corp. - Non-Voting Shares	1,232,500	725,000
04Feb00	MGI Software Corporation - Common Shares	1,700,000	50,000
01Feb00	Money's Mushrooms Ltd. - Class C Common Shares	US\$13,575,000	1,959,097
31Jan00	Nexus North American Balanced Fund - Trust Units	206,237	21,581
01Feb00	Parian XII Real Estate Limited Partnership - Limited Partnership Units	100,000	100
27Sep99	Pelangio-Larder Mines, Limited - Common Shares	98,650	789,200
31Jan00	Pembroke Growth Fund - Units	2,999,999	403,225
04Feb00	Premdor Inc. - Common Shares	9,937,500	750,000

Notice of Exempt Financings

<u>Trans. Date</u>	<u>Security</u>	<u>Price (\$)</u>	<u>Amount</u>
31Jan00	Primenet Communications Inc. - Units	250,000	1,041,667
01Feb00	Procyon Biopharma Inc. - Convertible Debenture	1,500,000	1,500,000
02Feb00 to 10Feb00	QSA Enterprises Fund -	663,798	42,711
19Nov99	Quintus Corporation - Shares of Common Stock	131,607	5,000
01Feb00	Russell Canadian Fixed Income Fund, Lifepoints Progress Fund, Lifepoints Opportunity Fund, Russell Canadian Equity Fund, Russell Global Equity Fund - Units	22,713	167
01Feb00	Russell Canadian Equity Fund, Russell Canadian Fixed Income Fund, Russell US Equity Fund, Russell Overseas Equity Fund, Lifepoints Opportunity Fund, Lifepoints Achievement Fund - Units	558,960	3,697
31Jan00	Russell Canadian Equity Fund, Russell Canadian Fixed Income Fund, Russell US Equity Fund, Russell Overseas Equity Fund, Lifepoints Opportunity Fund, Lifepoints Progress Fund, Lifepoints Achievement Fund - Units	183,969	1,307
24Nov99	SciQuest.com, Inc. - Shares of Common Stock	US\$56,000	3,500
28Oct99	Sentinel Hill 1999 Master Limited Partnership - Limited Partnership Units	11,138,048	727
27Oct99	Sentinel Hill 1999 Master Limited Partnership - Limited Partnership Units - Amended	15,315,300	1,001
15Oct99	Sentinel Hill 1999 Master Limited Partnership - Limited Partnership Units - Amended	32,857,147	2,147
18Jan00	Skulogix, Inc. - Series A Preferred Shares	US\$3,000,000	3,000,000
19Jan00	stox.com Inc. - Special Warrants	10,068,100	4,000,000
26Jan00	Summo Minerals Corporation - Common Shares	233,145	3,067,708
19Feb00	Syscan International Inc. - Common Shares	720,000	1,200,000
01Feb00	Telaxis Communications - Common Stock	30,778	1,250
02Feb00	Transat A.T. Inc. - Common Shares	1,210,400	171,688
24Jan00	United Tex-Sol Mines Inc. - Convertible Debenture	500,000	500,000
07Jan00 to 28Jan00	Vanguard Group, Inc., The - Shares	US\$1,271,000	15,241
10Feb00	Viva Care Health E-Store Inc. - Class C (Non-Voting) Common Shares	100,000	166,668
10Jan00 to 18Jan00	Wellington Management Portfolios Canada Inc. - Units	91,282,809	9,126,455
25Jan00	Western Copper Holdings Limited - Units	300,000	200,000
21Dec99	Xpedior Incorporated - Shares of Common Stock	70,233	2,500
02Feb00	ZI Corporation - Units	5,772,000	200,000

Resale of Securities - (Form 45-501f2)

<u>Date of Resale</u>	<u>Date of Orig. Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price (\$)</u>	<u>Amount</u>
01Feb00 to 07Feb00	10Mar98	Investors Group Trust Co. Ltd. as Trustee for Investors Canadian Small Cap II	Dundee Realty Corp. - Common Shares	339,578	323,000
01Feb00 to 07Feb00	10Mar98	Investors Group Trust Co. Ltd. as Trustee for Investors Canadian Small CapII	Dundee Realty Corp. - Common Shares	1,401,361	1,332,400
11Feb00	15Jun95	Royal Bank Ventures Inc.	Telepanel Systems Inc. - Common Shares	87,500	25,000

Reports Made under Subsection 5 of Subsection 72 of the Act with Respect to Outstanding Securities of a Private Company That Has Ceased to Be a Private Company -- (Form 22)

<u>Name of Company</u>	<u>Date the Company Ceased to be a Private Company</u>
ChondroGene Inc.	03Dec99

Notice of Intention to Distribute Securities Pursuant to Subsection 7 of Section 72 - (Form 23)

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
Shen Francis N.	Aastra Technologies Limited - Common Shares	20,000
1144822 Ontario Inc.	Carbiz.com Inc. - Common Shares	162,253
Benquesus, Biba	Le Print Express International Inc. - Common Shares	2,222,222
Benquesus, Jacques	Le Print Express International Inc. - Common Shares	3,333,333
Coplex Resources NL	Naftex Energy Corporation - Common Shares	70,000,000
Coplex Resources NL	Petrolex Energy Corporation - Common Shares	42,678,098
126987 Canada Ltd.	Speedware Corporation Inc. - Common Shares	1,725,400
Citibank Canada	TDZ Holdings Common Shares	1,021,640
Le Print Express International Inc.	Warp 10 Technologies Inc. - Common Shares	200,000
Katcham, Sally	West Fraser Timber Co. Ltd. - Class B Common Shares	10,000
Strong, Kathryn Ketcham	West Fraser Timber Co. Ltd. - Class B Common Shares	5,000
Kerr, Mary	West Fraser Timber Co. Ltd. - Class B Common Shares	6,000
Ketcham III, Henry H.	West Fraser Timber Co. Ltd. - Class B Common Shares	5,000

This Page Intentionally left blank

Chapter 9

Legislation

9.1 Legislation

9.1.1 Regulation to Amend Regulation 1015 of the Revised Regulations of Ontario, 1990 made under the Securities Act

reg1999.0778.e
1-LAH

**REGULATION TO AMEND
REGULATION 1015 OF THE REVISED
REGULATIONS OF ONTARIO, 1990
MADE UNDER THE SECURITIES ACT**

Note: Since the end of 1998, Regulation 1015 has been amended by Ontario Regulations 1/99 and 322/99. Previous amendments are listed in the Table of Regulations in the Statutes of Ontario, 1998.

1. Sections 197 and 199 of Regulation 1015 of the Revised Regulations of Ontario, 1990 are revoked.
2. This Regulation comes into force on March 15, 2000.

ONTARIO SECURITIES COMMISSION:

"David Brown", Chair

"J. A. Geller", Vice - Chair

Dated on DECEMBER 14, 1999.

This Page Intentionally left blank

Chapter 10

Public Filings

01 Communique Laboratory Inc.

News Release - Change of Directors/Officers** dated Feb. 10, 2000
News Release - Finances/New Financing ** dated Feb. 15, 2000

1332263 Ontario Inc.

Private Placement (Form 45-501F1) dated Jan. 27, 2000
Private Placement (Form 45-501F1) dated Jan. 24, 2000
Private Placement (Form 45-501F1) dated Jan. 24, 2000

20/20 Canadian Resources Fund Limited

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 13, 2000

407 International Inc.

Application -#146/00 dated Feb. 7, 2000
French Preliminary Prospectus dated Feb. 3, 2000
Prospectus/AIF Receipt - Quebec dated Feb. 4, 2000

701.Com Corp.

News Release - Finances/New Financing ** dated Feb. 8, 2000

A.L.I. Technologies Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 9, 2000

A.O.G. Air Support Inc.

Audited Annual Financial Statement Sep. 30, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Feb. 3, 2000
Annual Report to Shareholders dated Sep. 30, 1999
News Release - Finances/New Financing ** dated Feb. 14, 2000

Abaddon Resources Inc.

Audited Annual Financial Statement Sep. 30, 1999
Material Change Report - Other (Form 27) dated Feb. 7, 2000
Information Circular/Proxy/Notice of Meeting - Other dated Feb. 14, 2000
Material Change Report - Other (Form 27) dated Feb. 7, 2000
Material Change Report - Other (Form 27) dated Feb. 7, 2000
News Release ** Adding Filing Juris. dated Feb. 11, 2000
News Release - Stock Option Notice ** dated Feb. 8, 2000
News Release ** Adding Filing Juris. dated Feb. 11, 2000
News Release - Progress Report ** dated Feb. 8, 2000
News Release - Joint Venture ** dated Feb. 7, 2000

Aber Resources Ltd.

News Release - Agreement ** dated Feb. 14, 2000

Abitibi-Consolidated Inc.

Material Change Report - Acquisition or Disposition of Assets dated Feb. 14, 2000
News Release - Agreement ** dated Feb. 11, 2000
Record Date/Meeting Date - March 20 / April 27 dated Feb. 8, 2000

Absolute Software Corporation

Preliminary Prospectus dated Feb. 10, 2000
IPO - Initial Public Offering dated Feb. 10, 2000
French Preliminary Prospectus dated Feb. 10, 2000
French Prospectus/AIF Receipt - Quebec dated Feb. 11, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 11, 2000
Prospectus/AIF Receipt - BC dated Feb. 11, 2000

ACD Systems International Inc.

Certificate of Mailing ** dated Feb. 9, 2000

Active Assets & Associates Inc.

News Release - Change of Directors/Officers** dated Feb. 8, 2000

Adamas Resources Corp.

Material Change Report - Other (Form 27) dated Feb. 8, 2000
News Release - Change of Directors/Officers** dated Feb. 8, 2000

Adrian Resources Ltd.

News Release - Stock Option Notice ** dated Feb. 11, 2000

Advantex Marketing International Inc.

Material Change Report - Other (Form 27) dated Feb. 15, 2000
Material Change Report - Other (Form 27) dated Feb. 15, 2000
Certificate of Mailing ** dated Nov. 5, 1999

Advent Communications Corp.

Material Change Report - Other (Form 27) dated Feb. 14, 2000
News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000

Aero Capital Limited Partnership

Private Placement (Form 45-501F1) dated Jan. 9, 2000

AEterna Inc. (Les Laboratoires)

News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000
French News Release - Development~ Land/Project/Product ** dated Feb. 15, 2000
French News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000
News Release - Development~ Land/Project/Product ** dated Feb. 15, 2000

AFCAN Mining Corporation

Amended Record Date/Meeting Date - February 3, 2000/March 28, 2000 dated Feb. 9, 2000

AFM Hospitality Corporation

Application -#151/00 dated Feb. 9, 2000

AGF Canadian Growth Equity Fund Limited

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 13, 2000

AGF Group of Funds

French Information Circular/Proxy/Notice of Meeting - Other dated Jan. 13, 2000
Information Circular/Proxy/Notice of Meeting - Other dated Jan. 13, 2000

AGF International Group Limited

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 13, 2000

Agilent Technologies, Inc.

Ruling/Order/Reasons 1150/99 dated Jan. 28, 2000

Agrium Inc.

Record Date/Meeting Date - 03/30/2000 - 05/10/2000 dated Feb. 14, 2000

AimGlobal Technologies Company Inc.

Material Change Report - Other (Form 27) dated Feb. 3, 2000
Prospectus/AIF Receipt - Sask. dated Feb. 14, 2000
Prospectus/AIF Receipt - Nunavut dated Jan. 27, 2000

Aiviv Ventures Inc.

News Release - C.T.O.~Cease Trade Order ** dated Feb. 4, 2000

ALBERTA STAR MINING CORP.

News Release - Stock Option Notice ** dated Feb. 10, 2000

Albury Resources Limited

Audited Annual Financial Statement Sep. 30, 1999
Interim Financial Statements for 03 mn period ended Dec. 31, 1999

Alcan Aluminium Limited

News Release - Stock Option Notice ** dated Feb. 2, 2000

Aldridge Resources Ltd.

News Release - Stock Option Notice ** Repricing dated Feb. 10, 2000

Alert Care Corporation

Ruling/Order/Reasons -#1142/99 dated Feb. 8, 2000

Algoma Steel Inc.

Interim Financial Statements for 12 mn period ended Dec. 31, 1999

Aliant Inc.

French Takeover Bid Material dated Feb. 14, 2000
Letter re. Fees dated Feb. 9, 2000
News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000
News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000
Record Date/Meeting Date - 03/10/2000 - 04/25/2000 dated Feb. 11, 2000

Allbanc Split Corp.

News Release - Dividend Announced ** dated Feb. 8, 2000

Allegro Property Inc.

News Release - Stock Option Notice ** dated Feb. 14, 2000

Alliance Energy Inc.

Record Date/Meeting Date - 03/23/2000 - 05/04/2000 dated Feb. 10, 2000

Alliance Forest Products Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 15, 2000
News Release - Sales of Assets ** dated Feb. 10, 2000
News Release - Financial Statement/Operating Results ** dated Feb. 15, 2000
News Release - Issuer Bid ** dated Feb. 10, 2000
News Release - Sales of Assets ** dated Feb. 10, 2000
News Release - Issuer Bid ** dated Feb. 10, 2000

Alliance Medical inc.

Information Circular (French)/Proxy/Notice of Meeting - Other dated Jan. 11, 2000
French Certificate of Mailing ** dated Feb. 11, 2000
French Certificate of Mailing ** dated Feb. 11, 2000
French Certificate of Mailing ** dated Feb. 11, 2000
French Certificate of Mailing ** dated Feb. 11, 2000
Certificate of Mailing ** dated Feb. 9, 2000

Artina Resources Ltd.

Preliminary Exchange Offering Prospectus dated Jan. 31, 2000

Prospectus/AIF Receipt - BC dated Feb. 9, 2000

Ascot Resources Ltd.

News Release - Joint Venture ** dated Feb. 10, 2000

Ashanti Goldfields Company Ltd.

Form 6-K dated Feb. 4, 2000

News Release - Legal Proceedings ** dated Feb. 4, 2000

Asia Minerals Corp.

News Release - Finances/New Financing ** dated Feb. 11, 2000

Asquith Resources Inc.

News Release - Assay Results ** dated Feb. 10, 2000

Assante Corporation

News Release - Acquisition ** dated Feb. 9, 2000

Aster Ventures Corp.

News Release - Development~ Land/Project/Product ** dated Feb. 7, 2000

News Release - Agreement ** dated Feb. 14, 2000

Astral Communications Inc.

Annual Report Aug. 31, 1999

Audited Annual Financial Statement Aug. 31, 1999

Interim Financial Statements for 03 mn period ended Nov. 30, 1999

Management Discussion and Analysis dated Aug. 31, 1999

Prospectus/AIF Receipt - Manitoba dated Feb. 9, 2000

AT Plastics Inc.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

Short Form Prospectus dated Feb. 11, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

News Release - Finances/New Financing ** dated Feb. 11, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 11, 2000

Prospectus/AIF Receipt - NB dated Feb. 11, 2000

Prospectus/AIF Receipt - PEI dated Feb. 14, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 11, 2000

News Release - New Listing/Delisting ** dated Feb. 10, 2000

ATC Technologies Corporation

Private Placement (Form 45-501F1) dated Jan. 18, 2000

Ateba Mines Inc.

News Release - Progress Report ** dated Feb. 8, 2000

Atikokan Resources Inc

News Release - Finances/New Financing ** dated Feb. 11, 2000

ATRION INTERNATIONAL INC.

Prospectus/AIF Receipt - Quebec dated Feb. 9, 2000

News Release - Progress Report ** dated Oct. 12, 1999

News Release - Progress Report ** dated Oct. 12, 1999

ATS Automation Tooling Systems Inc.

News Release - Progress Report ** dated Feb. 14, 2000

Attwood Gold Corp.

Amended Record Date/Meeting Date - Feb 23 / March 31 dated Feb. 15, 2000

News Release - Advance Notice of AGM ** dated Feb. 15, 2000

Audiotech Healthcare Corporation

Annual Report Sep. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 11, 2000

Augusta Metals Incorporated

News Release - Share/Stock/Debtenture Information ** dated Feb. 9, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 8, 2000

Augusta Resource Corporation

News Release - Share/Stock/Debtenture Information ** dated Jan. 28, 2000

Auriginor Exploration Inc.

Interim Financial Statements for 03 mn period ended Sep. 30, 1999

Interim Financial Statements for 06 mn period ended Dec. 31, 1999

French Report under s.114 Quebec Securities Act. dated Feb. 15, 2000

Aurizon Mines Ltd.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

Aurogin Resources Ltd.

Private Placement (Form 45-501F1) dated Jan. 14, 2000

Private Placement (Form 45-501F1) dated Jan. 14, 2000

Automated Recycling Inc.

News Release - Finances/New Financing ** dated Jan. 25, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 9, 2000

News Release - Progress Report ** dated Feb. 2, 2000

Avalon Ventures Ltd.

Renewal Annual Information Form (NP 47) dated Feb. 10, 2000

Prospectus/AIF Receipt - BC dated Feb. 14, 2000

Avance Ventures Corp.

Material Change Report - Other (Form 27) dated Feb. 7, 2000

Material Change Report - Other (Form 27) dated Feb. 7, 2000

Material Change Report - Other (Form 27) dated Feb. 7, 2000

Avcorp Industries Inc.

Annual Report Sep. 30, 1999

Audited Annual Financial Statement Sep. 30, 1999

Management Discussion and Analysis dated Sep. 30, 1999

Annual Information Form (Policy 5.10) dated Jan. 14, 2000

Auditors' Letter dated Sep. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 14, 2000

Certificate of Mailing ** dated Feb. 9, 2000

News Release - Contract ** dated Feb. 11, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000

Avid Oil & Gas Ltd.

Material Change Report - Other (Form 27) dated Feb. 9, 2000

French Prospectus/AIF Receipt - Quebec dated Feb. 7, 2000

Avva Technologies Inc.

Interim Financial Statements for 03 mn period ended Dec. 31, 1999

News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000

Axcan Pharma Inc.

Certificate of Mailing ** dated Jan. 24, 2000

Axia Netmedia Corporation

News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000

News Release - Finances/New Financing ** dated Feb. 10, 2000

Axon Communications Inc.

Record Date/Meeting Date - March 16/2000 - April 28/2000 dated Feb. 14, 2000

B Split Corp

News Release - Development~ Land/Project/Product ** dated Feb. 11, 2000

BAA Pic

News Release - Share/Stock/Debtenture Information ** dated Feb. 2, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 2, 2000

News Release - Financial Statement/Operating Results ** dated Dec. 31, 1999

Badger Daylighting Inc.

Material Change Report - Other (Form 27) dated Feb. 10, 2000

Ballard Power Systems Inc.

Report under s.114 Quebec Securities Act dated Feb. 10, 2000

Report under s.114 Quebec Securities Act dated Feb. 10, 2000

Band-Ore Resources Ltd.

News Release - Agreement ** dated Feb. 10, 2000

Banff Rocky Mountain Resort Limited Partnership

Notice of Variation dated Feb. 10, 2000

The Bank of Nova Scotia

Prospectus/AIF Receipt - Manitoba dated Feb. 3, 2000

Prospectus/AIF Receipt - NS dated Feb. 3, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 9, 2000

Dividend Reinvestment and Share Purchase Plans ** dated Feb. 8, 2000

Banks Ventures Ltd.

Interim Financial Statements for 09 mn period ended Jan. 31, 2000

Barnwell Industries, Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000

Barrick Gold Corporation

News Release - Progress Report ** dated Feb. 8, 2000

Bartizan Capital Corporation

News Release - Change of Directors/Officers** dated Feb. 11, 2000

Basinview Energy Limited

News Release - Consolidation/Name Change ** dated Feb. 9, 2000

News Release - Agreement ** dated Feb. 15, 2000

Basis100 Inc.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

Material Change Report - Other (Form 27) dated Feb. 11, 2000

News Release - Acquisition ** dated Feb. 9, 2000

BCE Emergis Inc.

Material Change Report - Other (Form 27) dated Feb. 14, 2000

News Release - Acquisition ** dated Feb. 6, 2000

BCE Inc.

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 26, 2000

BCS Technology Inc.

News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000

BCY Ventures Inc.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

News Release - Agreement ** dated Feb. 10, 2000

Behaviour Communications Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 9, 2000

News Release - Agreement ** dated Feb. 9, 2000

French News Release - Progress Report ** dated Feb. 15, 2000

News Release - Agreement ** dated Feb. 15, 2000

Bellator Exploration Inc.

Private Placement (Form 45-501F1) dated Jan. 7, 2000

Berland Resources Ltd.

News Release - Finances/New Financing ** dated Feb. 14, 2000

Best Pacific Resources Ltd.

Material Change Report - Other (Form 27) dated Feb. 9, 2000

News Release - Agreement ** dated Feb. 9, 2000

BG Group plc

Form 6-K dated Feb. 1, 2000

Form 6-K dated Feb. 2, 2000

Bid.Com International Inc.

News Release - Agreement ** dated Feb. 8, 2000

Big Sky Resources Inc.

Private Placement (Form 45-501F1) dated Jan. 17, 2000

Biochem Pharma Inc.

News Release - Development- Land/Project/Product ** dated Feb. 15, 2000

Biomax Technologies Inc.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

Material Change Report - Other (Form 27) dated Jan. 25, 1999

Prospectus/AIF Receipt - Alberta dated Feb. 14, 2000

News Release - Progress Report ** dated Feb. 12, 2000

News Release - Finances/New Financing ** dated Jan. 25, 2000

News Release - Stock Option Notice ** dated Feb. 11, 2000

News Release - Finances/New Financing ** dated Feb. 4, 2000

News Release - Progress Report ** dated Feb. 2, 2000

News Release - Change of Directors/Officers** dated Jan. 25, 2000

News Release ** Filing SHIAF dated Feb. 10, 2000

Bioniche Life Sciences Inc.

Certificate of Mailing ** dated Nov. 15, 1999

Birch Mountain Resources Ltd.

Material Change Report - Other (Form 27) dated Feb. 10, 2000

News Release - Acquisition ** dated Feb. 15, 2000

Birim Goldfields Inc.

News Release - Assay Results ** dated Feb. 14, 2000

Bissett & Associates Investment Management Ltd.

Private Placement (Form 20) dated Jan. 12, 2000

Bitterroot Resources Ltd.

News Release - Finances/New Financing ** dated Feb. 8, 2000

Black Bull Resources Inc.

Revised Annual Information Form (NP 47) dated Jan. 14, 2000

Revised Annual Information Form (NP 47) dated Jan. 14, 2000

Prospectus/AIF Receipt - Alberta dated Feb. 14, 2000

News Release - Progress Report ** dated Feb. 10, 2000

Black Hawk Mining Inc.

News Release - Share/Stock/Debtenture Information ** dated Jan. 31, 2000

Blond Bear Holdings Inc.

News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000

Blue Emerald Resources Inc.

News Release - Progress Report ** dated Feb. 14, 2000

Blue Ice Minerals Limited

News Release - Stock Option Notice ** Repricing dated Feb. 9, 2000

Blue Lightning Ventures Inc.

News Release - Stock Option Notice ** dated Feb. 10, 2000

Bluestar Battery Systems International Corp.

News Release - Reorganization/Restructuring of Company ** dated Feb. 9, 2000

Bogatini, Jacob G.

Ruling/Order/Reasons dated Feb. 11, 2000

Boliden Limited

Etats financier interimaire 09 mo.période terminée le Sep. 30, 1999

Early Warning Report dated Feb. 14, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 8, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 8, 2000

BONTERRA ENERGY CORP.

News Release - Share/Stock/Debtenture Information ** dated Feb. 3, 2000

Book 4 Corporation

News Release - Acquisition ** dated Feb. 14, 2000

Book4golf.com Corporation

News Release - Progress Report ** dated Feb. 15, 2000

Boralex Inc.

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 19, 2000

Borealis Infrastructure Trust

Application -#145/00 dated Feb. 8, 2000

Boundary Creek Resources Ltd.

Private Placement (Form 45-501F1) dated Jan. 11, 2000

Bow Valley Energy Ltd.

News Release - Share/Stock/Debtenture Information ** dated Feb. 1, 2000

The Boyd Group Inc.

T.S.E. Material ** dated Nov. 16, 1999

BP Amoco p.l.c.

Form 6-K dated Jan. 21, 2000

BPI Global Opportunities Fund

Private Placement (Form 45-501F1) dated Jan. 18, 2000

BPI Global Opportunities III Fund

Private Placement (Form 45-501F1) dated Dec. 30, 1999

BPI Industries Inc.

News Release - Progress Report ** dated Feb. 14, 2000

BPI Mutual Funds

Compliance Report dated Jan. 28, 2000

Bracknell Corporation

French News Release - Acquisition ** dated Feb. 15, 2000

News Release - Acquisition ** dated Feb. 15, 2000

Bradner Ventures Ltd.

Material Change Report - Other (Form 27) dated Feb. 10, 2000

BRAEGAN ENERGY LTD.

Material Change Report - Other (Form 27) dated Feb. 15, 2000

News Release - Acquisition ** dated Feb. 11, 2000

Braiden Resources Ltd.

Material Change Report - Other (Form 27) dated Feb. 15, 2000

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 1, 1999

Change of Auditors (Policy 31) dated Dec. 1, 1999

Certificate of Mailing ** dated Feb. 11, 2000

Brandes Canada Global Equity Unit Trust

Private Placement (Form 45-501F1) dated Jan. 13, 2000

Brandelite International Corporation

News Release - Agreement ** dated Feb. 15, 2000

Brazilian International Goldfields Limited

News Release - Finances/New Financing ** dated Feb. 15, 2000

News Release - Finances/New Financing ** dated Feb. 11, 2000

Breakwater Resources Ltd.

News Release - Share/Stock/Debtenture Information ** dated Jan. 31, 2000

Brett Resources Inc.

News Release - Development- Land/Project/Product ** dated Feb. 11, 2000

Brick Brewing Co. Limited

News Release - Share/Stock/Debtenture Information ** dated Feb. 7, 2000

BridgePoint International Inc

News Release - Letter of Intent ** dated Feb. 8, 2000

Bridges.com Inc.

News Release - Acquisition ** dated Feb. 8, 2000

News Release ** Adding Recipient Agency dated Feb. 10, 2000

News Release ** Adding Recipient Agency dated Feb. 10, 2000

News Release - Progress Report ** dated Feb. 9, 2000

News Release - New Listing/Delisting ** dated Feb. 14, 2000

Brier Resources Corp.

Material Change Report - Other (Form 27) dated Feb. 9, 2000

British Group Real Estate Corp.

Annual Report Sep. 30, 1999

Audited Annual Financial Statement Sep. 30, 1999

Management Discussion and Analysis dated Sep. 30, 1999

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

British Telecommunications plc

Form 6-K dated Jan. 21, 2000

BRM Capital Corporation

News Release - Acquisition ** dated Feb. 11, 2000

Bro-x Minerals Ltd.

News Release - C.T.O.-Cease Trade Order ** dated Feb. 8, 2000

Broker Technology Group Ltd.

Private Placement (Form 45-501F1) dated Jan. 28, 2000

Brookfield Properties Corporation

News Release - Financial Statement/Operating Results ** dated Feb. 8, 2000

Budd Canada Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 8, 2000

BW Technologies Ltd.

News Release - Progress Report ** dated Feb. 10, 2000

C-Mac Industries Inc.

Record Date/Meeting Date - 03/28/2000 - 05/04/2000 dated Feb. 10, 2000

C-Tech Energy Services Inc.

Amended Record Date/Meeting Date - March 10 / April 14 dated Feb. 15, 2000

Record Date/Meeting Date - March 10 / April 14 dated Feb. 15, 2000

C.I. Fund Management Inc.

News Release - Stock Option Notice ** dated Feb. 1, 2000

C.I. Insight Program Investment Pools

Compliance Report dated Jan. 28, 2000

C.I. Mutual Funds

Compliance Report dated Jan. 28, 2000

C2C Mining Corporation

Interim Financial Statements for 06 mn period ended Dec. 31, 1999

News Release - Technology Update ** dated Feb. 7, 2000

Cadillac Fairview Corporation

Audited Annual Financial Statement Oct. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Feb. 14, 2000

Management Discussion and Analysis dated Oct. 31, 1999

CAE Inc.

News Release - Contract ** dated Feb. 10, 2000
News Release - Development- Land/Project/Product ** dated Feb. 11, 2000

CAI Capital Corporation

Private Placement (Form 20) dated Jan. 20, 2000

CAISSE POPULAIRE DE L'ENSEIGNEMENT DU GRAND-PORTAGE

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse Populaire de St-Donat

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins Charles-LeMoine

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins Coteau-du-Lac

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de Baie-Comeau

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de Berthierville

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de Blanc-Sablon

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de L'Ile-St-Ignace

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de La Malbaie

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de La Rivière

Trois-Pistoles
Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de Larouche

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de Les Hauteurs

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de Saint-Anselme

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de

Saint-Bernardin
Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de Saint-Lin

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de Saint-Modeste

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de Sayabec

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de St-Michel-des-Saints

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de Ste-B,atrix

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de T'te...-la-Baleine

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins de Valle-Jonction

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins Mont-Laurier

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins N,delec

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins Saint-Donat de Montcalm

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins Saint-Georges-de-JonquiŠre

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins Sainte-Bernadette

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Desjardins Sainte-Jeanne-d'Arc de Montr,al

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Huberdeau

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire L'Assomption

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse populaire Sainte-AdŠle

Etats financier interimaire 06 mo. periode terminee le Nov. 30, 1999

Caisse communes Natcan

Ruling/Order/Reasons - Ontario dated Feb. 4, 2000

Calais Group Inc.

News Release - Progress Report ** dated Feb. 14, 2000

Caldera Resources Inc.

News Release - Agreement ** dated Feb. 15, 2000
Prospectus/AIF Receipt - Quebec dated Feb. 9, 2000

Call-Net Enterprises Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 15, 2000

Callinan Mines Limited

Material Change Report - Other (Form 27) dated Feb. 10, 2000

Material Change Report - Other (Form 27) dated Feb. 10, 2000

News Release - Finances/New Financing ** dated Feb. 7, 2000

News Release - Share/Stock/Debt Information ** dated Feb. 7, 2000

News Release - Finances/New Financing ** dated Feb. 9, 2000

Calloway Properties Inc.

News Release - Agreement ** dated Feb. 9, 2000

Calvalley Petroleum Inc.

News Release - Acquisition ** dated Feb. 15, 2000

Cambior Inc.

Supplement to Directors' Circular (Form 34) dated Feb. 9, 2000

News Release - Takeover Bid ** dated Feb. 9, 2000
News Release - Progress Report ** dated Feb. 8, 2000

News Release - Progress Report ** dated Feb. 14, 2000

News Release - Development- Land/Project/Product ** dated Feb. 11, 2000

Cambridge Ventures Ltd.

News Release - Agreement ** dated Feb. 10, 2000

Camco Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 9, 2000

News Release - Development- Land/Project/Product ** dated Feb. 11, 2000

Camphor Ventures Inc.

News Release - Stock Option Notice ** dated Feb. 11, 2000

Canabava Diamond Corporation

Material Change Report - Other (Form 27) dated Feb. 14, 2000

News Release - Finances/New Financing ** dated Feb. 14, 2000

News Release - Joint Venture ** dated Feb. 8, 2000

Canada Brokerlink Inc.

Report of Acquisition (Reg. S-101) dated Feb. 9, 2000
NOTICE OF EXTENSION dated Feb. 9, 2000

Second Supplement to Information Circular/Proxy/Notice of Meeting - Ot dated Jan. 7, 2000

Certificate of Mailing ** dated Feb. 9, 2000

Certificate of Mailing ** dated Feb. 14, 2000

T.S.E. Notice to Members ** dated Jan. 28, 2000

News Release - Share/Stock/Debt Information ** dated Feb. 10, 2000

The Canada Life Assurance Company

News Release - Financial Statement/Operating Results ** dated Feb. 8, 2000

Canada Life Financial Corporation

News Release - Financial Statement/Operating Results ** dated Feb. 8, 2000

Canada Payphone Corporation

Audited Annual Financial Statement Sep. 30, 1999

Canada Trust Canadian Equity Index Fund

Ruling/Order/Reasons -#748/99 dated Jan. 27, 2000

Canadian Chemical Reclaiming Ltd.

News Release - New Listing/Delisting ** dated Feb. 15, 2000

Canadian Crude Separators Inc.

News Release - Issuer Bid ** dated Feb. 8, 2000

Canadian General Investments, Limited

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

News Release - Dividend Announced ** dated Feb. 11, 2000

Canadian Golden Dragon Resources Ltd.

Private Placement (Form 45-501F1) dated Jan. 13, 2000

Canadian Hotel Income Properties Real Estate**Investment Trus**

News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000

Canadian Marconi Company

Prospectus/AIF Receipt - Sask. dated Feb. 14, 2000

Canadian Occidental Petroleum Ltd.

Record Date/Meeting Date - 05/11/00 dated Jan. 20, 2000

Canadian Pacific Limited

Audited Annual Financial Statement Dec. 31, 1999
News Release - Finances/New Financing ** dated
Feb. 11, 2000

Prospectus/AIF Receipt - Alberta dated Feb. 11, 2000

Canadian Satellite Communications Inc.

Information Circular/Proxy/Notice of Meeting - Other
dated Feb. 7, 2000

News Release - Progress Report ** dated Feb. 15,
2000

News Release - Progress Report ** dated Feb. 15,
2000

Canadian Tire Corporation, Limited

Material Change Report - Other (Form 27) dated Feb.
10, 2000

Prospectus/AIF Receipt - Ontario - Withdrawn dated
Feb. 8, 2000

News Release - Share/Stock/Debtenture Information
** dated Feb. 8, 2000

News Release - Issuer Bid ** dated Feb. 7, 2000

Canadian Western Bank

Prospectus/AIF Receipt - Manitoba dated Feb. 11,
2000

Canadian World Fund Limited

News Release - Financial Statement/Operating
Results ** dated Feb. 10, 2000

Canadian Zinc Corporation

Record Date/Meeting Date - April 7/2000 - May
25/2000 dated Feb. 14, 2000

Canarc Resource Corp.

News Release - Finances/New Financing ** dated
Feb. 14, 2000

Canasil Resources Inc.

News Release - Progress Report ** dated Feb. 10,
2000

CanAustra Resources Inc.

News Release - Development~ Land/Project/Product
** dated Feb. 9, 2000

Canex Energy Inc.

Interim Financial Statements for 09 mn period ended
Sep. 30, 1997

Material Change Report - Other (Form 27) dated Nov.
1, 1997

News Release - Acquisition ** dated Nov. 3, 1997

CanFibre Group Ltd.

Notice of Intent to Sell Securities (Form 23) dated Jan.
21, 2000.

Material Change Report - Other (Form 27) dated Jan.
19, 2000

Material Change Report - Other (Form 27) dated Feb.
8, 2000

Notice of Intent to Sell Securities (Form 23) dated Jan.
21, 2000

Material Change Report - Other (Form 27) dated Jan.
25, 2000

News Release - Progress Report ** dated Feb. 11,
2000

Cangene Corporation

News Release - Share/Stock/Debtenture Information
** dated Feb. 14, 2000

News Release - Stock Option Notice ** dated Feb. 3,
2000

Canmex Minerals Corporation

Material Change Report - Other (Form 27) dated Feb.
11, 2000

News Release - Progress Report ** dated Feb. 11,
2000

Cannect Communications, Inc.

Private Placement (Form 45-501F1) dated Jan. 21,
2000

Canoro Resources Ltd.

News Release - Finances/New Financing ** dated
Feb. 10, 2000

Cantex Mine Development Corp.

News Release - Finances/New Financing ** dated
Feb. 10, 2000

Cantrell Capital Corp.

News Release - Reorganization/Restructuring of
Company ** dated Feb. 15, 2000

Canuc Resources Corporation

Certificate of Mailing ** dated Feb. 9, 2000

Certificate of Mailing ** dated Feb. 9, 2000

Canwest Global Communications Corp.

Early Warning Report dated Feb. 8, 2000

Prospectus/AIF Receipt - Manitoba dated Feb. 14,
2000

News Release - Share/Stock/Debtenture Information
** dated Feb. 1, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 15, 2000

Prospectus/AIF Receipt - NWT dated Feb. 14, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 14, 2000

News Release - Share/Stock/Debtenture Information
** dated Feb. 14, 2000

News Release - Stock Option Notice ** dated Feb. 1,
2000

News Release - Stock Option Notice ** dated Feb. 1,
2000

News Release - Share/Stock/Debtenture Information
** dated Feb. 1, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 14, 2000

Capital Alliance Group Inc.

News Release - Finances/New Financing ** dated
Feb. 14, 2000

Capital.Com Incorporated

News Release - Progress Report ** dated Feb. 9,
2000

Cara Operations Limited

Certificate of Mailing ** dated Feb. 10, 2000

Carbite Golf Inc.

News Release - Finances/New Financing ** dated
Feb. 10, 2000

Carma Corporation

News Release - Financial Statement/Operating
Results ** dated Feb. 11, 2000

Carnival Resources Ltd.

News Release - Finances/New Financing ** dated
Feb. 10, 2000

Carpatsky Petroleum Inc.

News Release - C.T.O.~Cease Trade Order ** dated
Feb. 4, 2000

Cassidy Gold Corp.

Record Date/Meeting Date - 03/08/2000 - 04/14/2000
dated Feb. 14, 2000

Causeway Energy Corporation

News Release - Development~ Land/Project/Product
** dated Feb. 14, 2000

CBOC Continental Inc.

Record Date/Meeting Date - 03/13/2000 - 04/24/2000
dated Feb. 15, 2000

CC&L; Balanced Fund

Private Placement (Form 45-501F1) dated Jan. 24,
2000

CC&L; Bond Fund

Private Placement (Form 45-501F1) dated Jan. 18,
2000

CC&L; Canadian Equity Fund

Private Placement (Form 45-501F1) dated Jan. 18,
2000

CC&L; Diversified Fund

Private Placement (Form 45-501F1) dated Jan. 24,
2000

CC&L; Money Market Fund

Private Placement (Form 45-501F1) dated Jan. 24,
2000

Private Placement (Form 45-501F1) dated Jan. 18,
2000

Private Placement (Form 45-501F1) dated Jan. 18,
2000

Ce Franklin Ltd.

Material Change Report - Other (Form 27) dated Feb.
11, 2000

News Release - Agreement ** dated Feb. 8, 2000

Cedara Software Corp.

News Release - Financial Statement/Operating
Results ** dated Feb. 9, 2000

Celestica Inc.

News Release - Financial Statement/Operating
Results ** dated Feb. 9, 2000

Cell-Loc Inc.

News Release - Progress Report ** dated Feb. 11,
2000

CENOSIS INC.

Interim Financial Statements for 06 mn period ended
Nov. 30, 1999

News Release - Financial Statement/Operating
Results ** dated Feb. 1, 2000

French Certificate of Mailing ** dated Feb. 11, 2000

Centurion Energy International Inc.

News Release - Progress Report ** dated Feb. 11,
2000

Ceramic Protection Corporation

Record Date/Meeting Date - March 3 / April 12 dated
Feb. 10, 2000

Certicom Corp.

News Release - Agreement ** dated Feb. 15, 2000

Cervus International Inc.

Information Circular/Proxy/Notice of Meeting - Other
dated Feb. 7, 2000

CFE Industries Inc.

News Release - Progress Report ** dated Feb. 8,
2000

Chai-Na-Ta Corp.

Record Date/Meeting Date - March 7/2000 - April
12/2000 dated Feb. 11, 2000

Champion Gold Resources Inc.

Notice of Intent to Sell Securities (Form 23) dated
Feb. 4, 2000

Notice of Intent to Sell Securities (Form 23) dated Jan.
14, 2000

Champion Resources Inc.

Material Change Report - Other (Form 27) dated Feb.
15, 2000

News Release - Finances/New Financing ** dated
Feb. 15, 2000

Channel Resources Ltd.

News Release - Stock Option Notice ** dated Feb. 1,
2000

Chapleau Resources Ltd.

Auditor's Report dated Nov. 15, 1999

Statement of Operations dated Nov. 15, 1999

Balance Sheet dated Nov. 15, 1999

Notes to Financial Statements dated Nov. 15, 1999

Statement of Cash Flows dated Nov. 15, 1999

News Release - Development~ Land/Project/Product
** dated Feb. 15, 2000

Charger Energy Inc.

Material Change Report - Other (Form 27) dated Feb.
14, 2000

News Release - Finances/New Financing ** dated
Feb. 14, 2000

Charityville.com International Inc.

News Release - Development~ Land/Project/Product
** dated Feb. 10, 2000

Chieftain International Inc.

Record Date/Meeting Date - 03/27/2000 - 05/25/2000
dated Feb. 11, 2000

News Release - Financial Statement/Operating
Results ** dated Feb. 11, 2000

Chilean Gold Ltd.

Material Change Report - Other (Form 27) dated Feb.
11, 2000

News Release - Progress Report ** dated Feb. 11,
2000

Christopher James Gold Corp.

Record Date/Meeting Date - March 15/2000 - April 19/2000 dated Feb. 11, 2000

Chrysalis-ITS Incorporated

Private Placement (Form 45-501F1) dated Jan. 19, 2000

The Churchill Corporation

News Release - Change of Directors/Officers** dated Feb. 10, 2000

CIBC Mutual Funds

Ruling/Order/Reasons - Ontario dated Feb. 4, 2000

Cie-nergy Ply-Foil Canada Inc.

Interim Financial Statements for 03 mn period ended Nov. 30, 1999

Cinema Internet Networks Inc.

Annual Information Form (Policy 5.10) dated Jan. 31, 2000

News Release - Progress Report ** dated Feb. 10, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 14, 2000

News Release - Finances/New Financing ** dated Feb. 11, 2000

Circa Enterprises Inc.

News Release - Share/Stock/Debtenture Information ** dated Feb. 8, 2000

CIT Exchangeco Inc.

Form 8-K dated Feb. 3, 2000

Information Circular/Proxy/Notice of Meeting - Other dated Sep. 21, 1999

Form 8-K dated Jan. 31, 2000

Claimstaker Resources Ltd.

Material Change Report - Resignation of Director (s) dated Feb. 9, 2000

Clarke Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 9, 2000

Clearly Canadian Beverage Corporation

Material Change Report - Other (Form 27) dated Feb. 9, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 9, 2000

ClickHouse.com Online Inc.

Material Change Report - Other (Form 27) dated Feb. 9, 2000

Material Change Report - Other (Form 27) dated Jan. 20, 2000

Material Change Report - Other (Form 27) dated Feb. 14, 2000

News Release - Agreement ** dated Feb. 9, 2000

News Release - Change of Directors/Officers** dated Feb. 15, 2000

News Release - Progress Report ** dated Feb. 14, 2000

Clifton Star Resources Inc.

News Release - Stock Option Notice ** dated Feb. 15, 2000

clipclop.com Enterprises Inc.

News Release - Progress Report ** dated Feb. 14, 2000

News Release - Agreement ** dated Feb. 9, 2000

News Release - Development~ Land/Project/Product ** dated Feb. 8, 2000

CMIA Canadian Medical Imaging Associates Inc.

Private Placement (Form 20) dated Jan. 12, 2000

CML Global Capital Ltd.

News Release - Development~ Land/Project/Product ** dated Feb. 9, 2000

Co-operators General Insurance Company

News Release - Development~ Land/Project/Product ** dated Feb. 14, 2000

Cogeco Inc.

Notice of Intent to Sell Securities (Form 23) dated Jan. 21, 2000

Cognicase Inc.

Material Change Report - Other (Form 27) dated Feb. 9, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 1, 2000

News Release - Acquisition ** dated Feb. 2, 2000

News Release - Progress Report ** dated Feb. 10, 2000

News Release - Progress Report ** dated Feb. 11, 2000

Coleraine Inc. (Ressources Minières)

News Release - Development~ Land/Project/Product ** dated Feb. 15, 2000

Colony Pacific Explorations Ltd.

Record Date/Meeting Date - 03/02/2000 - 04/14/2000 dated Feb. 9, 2000

Colossal Resources Corp.

Record Date/Meeting Date - 02/07/2000 - 03/21/2000 dated Feb. 14, 2000

News Release - Change of Directors/Officers** dated Feb. 15, 2000

Columbia Yukon Explorations Inc.

Material Change Report - Other (Form 27) dated Feb. 9, 2000

Material Change Report - Other (Form 27) dated Feb. 10, 2000

Material Change Report - Other (Form 27) dated Feb. 11, 2000

News Release - Agreement ** dated Feb. 11, 2000

News Release - Progress Report ** Correction NR Feb09-2000 dated Feb. 10, 2000

News Release - Progress Report ** dated Feb. 9, 2000

Com Dev International Ltd.

Rights Offering dated Feb. 9, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 10, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 9, 2000

French Prospectus/AIF Receipt - Quebec dated Feb. 10, 2000

Prospectus/AIF Receipt - NS dated Feb. 9, 2000

Prospectus/AIF Receipt - Manitoba dated Feb. 10, 2000

Prospectus/AIF Receipt - BC dated Feb. 11, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 11, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 9, 2000

Prospectus/AIF Receipt - NS dated Feb. 11, 2000

Comaplex Minerals Corp.

News Release - Progress Report ** dated Feb. 10, 2000

Communication Systems International Inc.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

Communicorp Corporation

News Release - Share/Stock/Debtenture Information ** dated Feb. 2, 2000

COMPRESSION & ENCRYPTION TECHNOLOGIES INC.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 27, 2000

News Release - Progress Report ** dated Feb. 10, 2000

News Release - Progress Report ** dated Feb. 1, 2000

Compusoft Canada Inc.

Annual Information Form (Policy 5.10) dated Feb. 10, 2000

Material Change Report - Other (Form 27) dated Feb. 15, 2000

News Release - Finances/New Financing ** dated Feb. 14, 2000

Computer Modelling Group Ltd.

News Release - Financial Statement/Operating Results ** dated Feb. 9, 2000

News Release - Acquisition ** dated Feb. 10, 2000

Con-Space Communications Ltd.

News Release - Financial Statement/Operating Results ** dated Feb. 15, 2000

Concentrated Exploration 1999 Limited Partnership

Private Placement (Form 45-501F1) dated Jan. 26, 2000

Concentrated Exploration 2000 Ltd.

Takeover Bid Circular - Other - Cash dated Feb. 1, 2000

Conquest Resources Limited

Articles of Amendment dated Feb. 2, 2000

Report of Acquisition (Reg. S-101) dated Jan. 27, 2000

Report of Acquisition (Reg. S-101) dated Jan. 27, 2000

Report of Acquisition (Reg. S-101) dated Jan. 27, 2000

News Release - Finances/New Financing ** dated Feb. 11, 2000

Consolidated A.M.R. Corporate Ltd.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

News Release ** Adding Filing Jurisdiction dated Feb. 11, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

News Release - Finances/New Financing ** dated Feb. 11, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

News Release ** Adding Filing Jurisdiction dated Feb. 11, 2000

News Release ** Adding Filing Jurisdiction dated Feb. 11, 2000

News Release ** Adding Filing Jurisdiction dated Feb. 11, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

Consolidated Beacon Resources Ltd.

News Release - Share/Stock/Debtenture Information ** dated Feb. 9, 2000

Consolidated Canadian Express Limited

Adjumed Meeting dated Feb. 11, 2000

Consolidated Copperstone Resources Corporation

Material Change Report - Other (Form 27) dated Feb. 10, 2000

News Release - Consolidation/Name Change ** dated Feb. 10, 2000

Consolidated Ecoprogess Technologies Inc.

Annual Information Form (Policy 5.10) dated Jan. 27, 2000

Material Change Report - Other (Form 27) dated Feb. 11, 2000

News Release - Finances/New Financing ** dated Feb. 11, 2000

Prospectus/AIF Receipt - BC dated Feb. 10, 2000

Consolidated Global Minerals Ltd.

Interim Financial Statements for 06 mn period ended Dec. 31, 1999

News Release - Agreement ** dated Feb. 14, 2000

Consolidated Gold Win Ventures Inc.

News Release - Advance Notice of AGM ** 04/14/2000 dated Feb. 10, 2000

Record Date/Meeting Date - March 3/2000 - April 14/2000 dated Feb. 15, 2000

Consolidated Granby Resources Limited

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 9, 2000

News Release - Consolidation/Name Change ** dated Feb. 10, 2000

Certificate of Mailing ** dated Feb. 11, 2000

Consolidated Kaitone Holdings Ltd.

News Release - Change of Directors/Officers** dated Feb. 11, 2000

Consolidated Magna Ventures Ltd.

Audited Annual Financial Statement Sep. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 4, 2000

News Release - Stock Option Notice ** dated Feb. 11, 2000

News Release - Progress Report ** dated Feb. 9, 2000

Consolidated P P M Development Corp.

Material Change Report - Other (Form 27) dated Feb. 9, 2000

News Release - Finances/New Financing ** dated Feb. 9, 2000

Consolidated Petroquin Resources Ltd.

News Release - Development~ Land/Project/Product ** dated Feb. 14, 2000

Consolidated Pine Channel Gold Corp.

News Release - Development~ Land/Project/Product ** dated Feb. 14, 2000

Consolidated Silver Tusk Mines Ltd.

News Release - Progress Report ** dated Feb. 9, 2000

Consolidated Stanford Corporation

Interim Financial Statements for 09 mn period ended Dec. 31, 1999

Consolidated Team Resources Corp.

News Release - Acquisition ** dated Feb. 10, 2000

Amended Record Date/Meeting Date - Feb 9 / March 29 dated Feb. 10, 2000

Consolidated Trillion Resources Ltd.

Material Change Report - Other (Form 27) dated Feb. 10, 2000

Consolidated Venturex Holdings Ltd.

Material Change Report - Other (Form 27) dated Feb. 1, 2000

Material Change Report - Other (Form 27) dated Feb. 10, 2000

News Release - Development~ Land/Project/Product ** dated Feb. 8, 2000

Consolitech Invest Corp.

News Release - C.T.O.~Cease Trade Order ** dated Feb. 4, 2000

Contact Exploration Inc.

Interim Financial Statements for 09 mn period ended Dec. 31, 1999

Control Advancements Inc.

News Release - Agreement ** dated Feb. 9, 2000

Cora Resources Ltd.

News Release - Agreement ** dated Feb. 14, 2000

Corel Corporation

Audited Annual Financial Statement Nov. 30, 1999

Material Change Report - Other (Form 27) dated Feb. 11, 2000

Management Discussion and Analysis dated Nov. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 2, 2000

Certificate of Mailing ** dated Feb. 11, 2000

Corlac Oilfield Leasing Ltd.

Certificate of Mailing ** dated Feb. 8, 2000

Cornestone Capital Resources Inc.

Amended Record Date/Meeting Date - March 15 Meeting Cancelled dated Feb. 11, 2000

Corriente Resources Inc.

Record Date/Meeting Date - March 27/2000 - May 8/2000 dated Feb. 11, 2000

Corsair Exploration Inc.

Interim Financial Statements for 12 mn period ended Oct. 31, 1999

Certificate of Mailing ** dated Feb. 15, 2000

Cossette Communication Group Inc.

Annual Information Form (Policy 5.10) dated Jan. 4, 2000

Counsel Enhanced U.S. Equity Portfolio

Prospectus/AIF Receipt - Ontario - Withdrawal dated Feb. 15, 2000

Counsel Focus Portfolio

Ruling/Order/Reasons - Ontario dated Feb. 11, 2000

Simplified Prospectus and AIF dated Feb. 11, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 15, 2000

Counsel Group of Portfolios No. 2

Ruling/Order/Reasons - Ontario dated Feb. 11, 2000

Simplified Prospectus and AIF dated Feb. 11, 2000

Prospectus/AIF Receipt - Alberta dated Feb. 15, 2000

Prospectus/AIF Receipt - NS dated Feb. 15, 2000

Prospectus/AIF Receipt - Manitoba dated Feb. 15, 2000

Prospectus/AIF Receipt - Ontario - Withdrawn dated Feb. 15, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 15, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 15, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 15, 2000

Prospectus/AIF Receipt - BC dated Feb. 15, 2000

Counsel Money Market

Simplified Prospectus and AIF dated Feb. 11, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 15, 2000

Counsel World Equity Portfolio

Ruling/Order/Reasons - Ontario dated Feb. 11, 2000

Simplified Prospectus and AIF dated Feb. 11, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 15, 2000

Courage Energy Inc.

Change of Address ** dated Feb. 1, 2000

CraneField International Inc.

Material Change Report - Other (Form 27) dated Feb. 15, 2000

News Release - Finances/New Financing ** dated Feb. 15, 2000

Cream Minerals Ltd.

News Release - Finances/New Financing ** dated Feb. 11, 2000

Creo Products Inc.

Material Change Report - Other (Form 27) dated Feb. 14, 2000

News Release - Progress Report ** dated Feb. 10, 2000

Cross Lake Minerals Ltd.

Private Placement (Form 20) dated Feb. 1, 2000

News Release - Stock Option Notice ** dated Feb. 1, 2000

CrossKeys Systems Corporation

Notice of Intent to Sell Securities (Form 23) dated Jan. 31, 2000

Crown Life Insurance Company

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

Cryptologic Inc.

News Release - Stock Option Notice ** dated Feb. 1, 2000

Crystal Mutual Funds

Simplified Prospectus and AIF dated Jan. 28, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 1, 2000

Crystal Wealth Protection Fund

Simplified Prospectus and AIF dated Jan. 28, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 1, 2000

CSI Credit Systems International Inc.

Interim Financial Statements for 03 mn period ended Nov. 30, 1999

CT Securities Inc.

T.S.E. Notice to Members ** dated Feb. 1, 2000

Cubacan Exploration Inc.

Notice of Hearing dated Feb. 9, 2000

Cundill Funds Inc.

Application -#150/00 dated Feb. 2, 2000

Cusac Gold Mines Ltd.

News Release - Share/Stock/Debtenture Information ** dated Feb. 1, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 4, 2000

CVL Resources Ltd.

News Release - Progress Report ** dated Feb. 10, 2000

Cyberplex Inc.

Report of Acquisition (Reg. S-101) dated Feb. 8, 2000

Cybersurf Corp.

Private Placement (Form 45-501F1) dated Jan. 17, 2000

Preliminary Prospectus dated Feb. 3, 2000

Prospectus/AIF Receipt - Alberta dated Feb. 8, 2000

News Release - Progress Report ** dated Feb. 14, 2000

Cypress Development Corp.

Material Change Report - Other (Form 27) dated Feb. 7, 2000

News Release - Joint Venture ** dated Feb. 7, 2000

News Release ** Adding Filing Jurisdiction dated Feb. 11, 2000

News Release ** Adding Filing Jurisdiction dated Feb. 11, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

D.E. Shaw Valence International Fund 1

Private Placement (Form 45-501F1) dated Jan. 19, 2000

DaimlerChrysler Canada Finance Inc.

Audited Annual Financial Statement Dec. 31, 1999

Interim Financial Statements for 03 mn period ended Mar. 31, 1999

Dana Corporation

News Release - Stock Option Notice ** dated Jan. 28, 2000

Danbel Industries Corporation

News Release - Share/Stock/Debtenture Information ** dated Feb. 3, 2000

Daren Industries Ltd

News Release - Finances/New Financing ** dated Feb. 10, 2000

Dasher Energy Corp.

Material Change Report - Other (Form 27) dated Feb. 11, 2000
 News Release - Stock Option Notice ** dated Feb. 11, 2000

DataWave Systems Inc.

Certificate of Mailing ** dated Feb. 9, 2000
 News Release - Joint Venture ** dated Feb. 14, 2000

Davies, Kenneth E.

Ruling/Order/Reasons dated Feb. 11, 2000

Dayton Mining Corporation

News Release - Acquisition ** dated Feb. 14, 2000
 Record Date/Meeting Date - 02/21/2000 - 03/29/2000 dated Feb. 10, 2000

DBA Telecom Corporation

Material Change Report - Other (Form 27) dated Feb. 10, 2000
 News Release - Change of Directors/Officers** dated Feb. 10, 2000

Deans Knight Equity Growth Fund

Private Placement (Form 45-501F1) dated Jan. 24, 2000

Del Roca Energy Ltd.

News Release - Issuer Bid ** dated Feb. 14, 2000

Delano Technology Corporation

IPO - Initial Public Offering dated Feb. 8, 2000
 Prospectus dated Feb. 8, 2000

Delicious Alternative Desserts Ltd.

Audited Annual Financial Statement Aug. 31, 1999
 Interim Financial Statements for 03 mn period ended Nov. 30, 1999
 Certificate of Mailing ** dated Feb. 11, 2000
 Certificate of Mailing ** dated Feb. 11, 2000

Delpet Resources Ltd.

Material Change Report - Other (Form 27) dated Feb. 15, 2000
 News Release - Change of Directors/Officers** dated Feb. 14, 2000

Delta Systems, Inc.

Material Change Report - Other (Form 27) dated Feb. 12, 2000
 Material Change Report - Other (Form 27) dated Feb. 12, 2000
 Material Change Report - Other (Form 27) dated Feb. 12, 2000
 News Release ** IPO Filing dated Feb. 9, 2000

Demand Ventures Ltd.

News Release - Stock Option Notice ** dated Feb. 14, 2000
 News Release - Acquisition ** dated Feb. 9, 2000

Denison Mines Limited

Record Date/Meeting Date - 03/10/2000 - 04/14/2000 dated Feb. 14, 2000

Denninghouse Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 9, 2000

Denstone Minerals Ltd.

Material Change Report - Other (Form 27) dated Feb. 9, 2000

Desert Sun Mining Corp.

Interim Financial Statements for 03 mn period ended Nov. 30, 1999

DETEC RESOURCES LTD.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

DeTech Corporation

News Release - Stock Option Notice ** dated Feb. 11, 2000

Deutsche Telekom A.G.

Form 6-K dated Jan. 20, 2000
 Form 6-K dated Jan. 27, 2000

Devlan Exploration Company Ltd.

News Release - Issuer Bid ** dated Feb. 10, 2000

Devon Energy Corporation

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000
 News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

DGC Entertainment Ventures Corp.

Prospectus dated Feb. 7, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 9, 2000

Diagem International Resource Corp.

News Release - Finances/New Financing ** dated Feb. 14, 2000

Diamcor Mining Inc.

Material Change Report - Other (Form 27) dated Feb. 9, 2000
 News Release - Stock Option Notice ** dated Feb. 9, 2000

Diamondex Resources Ltd.

News Release - Finances/New Financing ** dated Feb. 14, 2000

Dianor Resources Inc.

French Prospectus/AIF Receipt - Quebec dated Feb. 15, 2000

Digital Firefly Limited Partnership

Private Placement (Form 45-501F1) dated Jan. 17, 2000

Digital Gem Corporation

News Release ** On Line IPO dated Feb. 8, 2000

Digital Rooster.com Inc.

Material Change Report - Acquisition or Disposition of Assets dated Jan. 31, 2000

Digital Ventures Inc

Material Change Report - Other (Form 27) dated Feb. 11, 2000

Dimethaid Research Inc.

News Release - Acquisition ** dated Feb. 14, 2000
 News Release - Acquisition ** dated Feb. 14, 2000

Discovery Acquisitions Inc.

News Release ** Adding Filing Juris. dated Feb. 11, 2000
 News Release - Acquisition ** dated Feb. 9, 2000

Diversified Cosmetics International Inc.

News Release - C.T.O.-Cease Trade Order ** Expiry Letter dated Feb. 4, 2000

Diversified Investment Strategies Inc.

Record Date/Meeting Date - RE-SCHEDULED dated Feb. 9, 2000

Diversinet Corp.

News Release - Change of Directors/Officers** dated Feb. 9, 2000

Dofasco Inc.

News Release - Change of Directors/Officers** dated Feb. 4, 2000
 Certificate of Mailing ** dated Feb. 8, 2000
 Record Date/Meeting Date - 03/22/2000 - 05/05/2000 dated Feb. 14, 2000

Dominion & Anglo Investment Corporation Limited

News Release - Dividend Announced ** dated Feb. 10, 2000

Domtar Inc.

Record Date/Meeting Date - March 16/2000 - April 27/2000 dated Feb. 11, 2000
 Certificate of Mailing ** dated Feb. 10, 2000

Donohue Inc.

Report of Acquisition (Reg. S-101) dated Feb. 11, 2000
 Report of Acquisition (Reg. S-101) dated Feb. 14, 2000

Doreal Energy Corporation

News Release - Progress Report ** dated Feb. 14, 2000

Dorel Industries Inc.

French News Release ** Conference Call dated Feb. 10, 2000
 News Release ** Conference Call dated Feb. 10, 2000

Dotcom 2000 Inc.

Material Change Report - Other (Form 27) dated Feb. 10, 2000
 News Release - Share/Stock/Debtenture Information ** dated Feb. 10, 2000

Double Down Resources Ltd.

Material Change Report - Other (Form 27) dated Feb. 11, 2000
 News Release - Finances/New Financing ** dated Feb. 11, 2000

The Dow Chemical Company

Form 8-K dated Jan. 24, 2000

Draxis Health Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

Dundee Bancorp Inc.

Issuer Bid Circular dated Feb. 8, 2000
 News Release - Share/Stock/Debtenture Information ** dated Feb. 9, 2000

Dundee Realty Corporation

Issuer Bid Circular dated Feb. 9, 2000
 Record Date/Meeting Date - March 20 / May 8 dated Feb. 11, 2000

DuPont Canada Inc.

News Release - Stock Option Notice ** dated Feb. 2, 2000
 News Release - Dividend Announced ** dated Feb. 11, 2000
 Record Date/Meeting Date - 03/22/2000 - 05/05/2000 dated Feb. 15, 2000

DXStorm Inc.

Private Placement (Form 45-501F1) dated Jan. 26, 2000

Dynamic Mutual Funds Ltd.

Ruling/Order/Reasons #908/99 dated Feb. 8, 2000

Dynamic Oil & Gas Inc.

Interim Financial Statements for 09 mn period ended Dec. 31, 1999

DYNAMOTIVE TECHNOLOGIES CORPORATION

News Release - Acquisition ** dated Feb. 10, 2000
 News Release - Agreement ** dated Feb. 15, 2000

Dynastar Inc.

News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000

e-Manufacturing Networks Inc.

News Release - Share/Stock/Debtenture Information ** dated Jan. 28, 2000

E-Zone Networks Inc.

Private Placement (Form 45-501F1) dated Jan. 19, 2000

E.Dispatch.Com Wireless Data Inc.

News Release - Finances/New Financing ** dated Feb. 15, 2000
 News Release - Progress Report ** dated Feb. 14, 2000

E.S.I. Environmental Sensors Inc.

Material Change Report - Other (Form 27) dated Feb. 8, 2000
 News Release - Stock Option Notice ** dated Feb. 8, 2000

The E21 Group Inc.

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 4, 2000
 News Release - Agreement ** dated Feb. 14, 2000

Eaglecrest Explorations Ltd.

Audited Annual Financial Statement Sep. 30, 1999
Information Circular/Proxy/Notice of Meeting - Other
dated Feb. 11, 2000

EarthRamp.Com Communications Inc.

Material Change Report - Other (Form 27) dated Feb.
10, 2000
Material Change Report - Other (Form 27) dated Feb.
10, 2000
Material Change Report - Other (Form 27) dated Feb.
10, 2000
News Release - Progress Report ** dated Feb. 14,
2000
News Release - Agreement ** dated Feb. 9, 2000

Earthworks Industries Inc.

News Release - Agreement ** dated Feb. 15, 2000

East Side Capital Inc.

Prospectus/AIF Receipt - Alberta dated Feb. 10, 2000

East West Resource Corporation

Private Placement (Form 45-501F1) dated Jan. 26,
2000
News Release - Progress Report ** dated Feb. 14,
2000
News Release - Development~ Land/Project/Product
** dated Feb. 15, 2000

Eastern Meridian Mining Corporation

News Release - Change of Directors/Officers** dated
Feb. 10, 2000

eCampus.com, Inc.

Private Placement (Form 45-501F1) dated Jan. 10,
2000

Echo Bay Mines Ltd.

News Release - Financial Statement/Operating
Results ** dated Feb. 10, 2000
Record Date/Meeting Date - 03/28/2000 - 05/17/2000
dated Feb. 14, 2000

Ecomm Systems Corporation

Audited Annual Financial Statement Sep. 30, 1999
Information Circular/Proxy/Notice of Meeting - Other
dated Feb. 11, 2000
Change of Auditors (Policy 31) dated Feb. 8, 2000
News Release - Stock Option Notice ** dated Feb. 9,
2000

EcomPark Inc.

News Release - Agreement ** dated Feb. 15, 2000

Economic Investment Trust Limited

News Release - Dividend Announced ** dated Feb. 9,
2000

EdperBrascan Corporation

News Release - Financial Statement/Operating
Results ** dated Feb. 10, 2000

Eftia Oss Solutions Inc.

Private Placement (Form 45-501F1) dated Dec. 15,
1999
Private Placement (Form 45-501F1) dated Dec. 16,
1999

eFunds/Bloomberg Internet Fund

Application - Withdrawn dated Feb. 9, 2000

Eiger Technology, Inc.

Prospectus dated May 17, 1999
News Release - Share/Stock/Debtenture Information
** dated Feb. 10, 2000
News Release - Share/Stock/Debtenture Information
** dated Jan. 28, 2000
News Release - Financial Statement/Operating
Results ** dated Feb. 14, 2000
News Release - Financial Statement/Operating
Results ** dated Feb. 14, 2000
News Release - Share/Stock/Debtenture Information
** dated Feb. 2, 2000

The Electric Mail Company Inc.

News Release - Agreement ** dated Feb. 10, 2000

Electrofuel Inc.

Private Placement (Form 45-501F1) dated Jan. 20,
2000

Electrohome Broadcasting Inc.

News Release - Stock Option Notice ** dated Feb. 2,
2000

Electrohome Limited

News Release - Stock Option Notice ** dated Feb. 2,
2000

Elephant & Castle Group Inc.

Record Date/Meeting Date - 02/16/2000 - 03/23/2000
dated Feb. 10, 2000

Elkhorn Gold Mining Corporation

News Release - Share/Stock/Debtenture Information
** dated Feb. 9, 2000

Elliott & Page Limited

Ruling/Order/Reasons 740/99 dated Feb. 1, 2000

Elliott & Page Pooled Canadian Bond Index

Fund

Ruling/Order/Reasons 740/99 dated Feb. 1, 2000

Elliott & Page Pooled Canadian Index Fund

Ruling/Order/Reasons 740/99 dated Feb. 1, 2000

Elliott & Page Pooled U.S. Index Fund

Ruling/Order/Reasons 740/99 dated Feb. 1, 2000

Elliott & Page U.S. Mid-Cap Fund

Early Warning Report dated Feb. 9, 2000

Emerald Canadian Equity Fund

Application dated Feb. 4, 2000

Emerald Private Capital Funds

Ruling/Order/Reasons - Ontario dated Feb. 4, 2000

Emerging Ventures Corp.

Preliminary Prospectus (LSIFC) dated Jan. 28, 2000
IPO - Initial Public Offering dated Jan. 28, 2000
Prospectus/AIF Receipt - BC dated Feb. 10, 2000

EMJ Data Systems Ltd.

Notice of Intent to Sell Securities (Form 23) dated
Feb. 7, 2000

Empire Company Limited

Material Change Report - Other (Form 27) dated Feb.
10, 2000

Issuer Bid Circular dated Feb. 11, 2000

Empress Capital Corp.

Material Change Report - Other (Form 27) dated Feb.
10, 2000

EMR Microwave Technology Corporation

News Release - Progress Report ** dated Feb. 9,
2000

Enbridge Pipelines Inc.

Private Placement (Form 45-501F1) dated Jan. 11,
2000

Resale of Exempted Security Report (Form
45-501F2) dated Jan. 10, 2000

Encounter Energy Inc.

News Release - Acquisition ** dated Feb. 8, 2000

Endeavour Resources Inc.

News Release - Development~ Land/Project/Product
** dated Feb. 14, 2000

Endless Energy Corp.

News Release - Sales of Assets ** dated Feb. 11,
2000

Enerchem International Inc.

Material Change Report - Other (Form 27) dated Feb.
10, 2000

News Release - Letter of Intent ** dated Feb. 7, 2000

Energold Mining Ltd.

News Release - Acquisition ** dated Feb. 10, 2000

Energy North Inc.

News Release - Financial Statement/Operating
Results ** dated Feb. 8, 2000

Enghouse Systems Limited

Record Date/Meeting Date - March 9 / April 13 dated
Feb. 9, 2000

Engineer Mining Corp.

News Release - C.T.O.~Cease Trade Order ** dated
Feb. 2, 2000

ENI S.p.A.

Form 6-K dated Feb. 2, 2000

EPCOR Utilities Inc.

Application #156/00 dated Feb. 4, 2000

Epic Data International Inc.

Annual Report Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999
Information Circular/Proxy/Notice of Meeting - Other
dated Feb. 7, 2000

Management Discussion and Analysis dated Sep. 30,
1999

Material Change Report - Other (Form 27) dated Feb.
9, 2000

Material Change Report - Other (Form 27) dated Feb.
9, 2000

News Release - Technology Update ** dated Feb. 7,
2000

EPIC OIL AND GAS LTD.

News Release - Change of Directors/Officers** dated
Feb. 9, 2000

News Release - Progress Report ** dated Jan. 18,
2000

News Release - Progress Report ** dated Jan. 18,
2000

Epicore Networks Inc.

Interim Financial Statements for 06 mn period ended
Dec. 31, 1999

Eques Communications Inc.

News Release - Finances/New Financing ** dated
Feb. 11, 2000

News Release - Finances/New Financing ** dated
Feb. 11, 2000

Equisure Financial Network Inc.

Notice of Extension dated Feb. 9, 2000

Espial Group Inc.

Private Placement (Form 45-501F1) dated Jan. 17,
2000

Private Placement (Form 45-501F1) dated Jan. 17,
2000

Essex Resource Corporation

News Release - Progress Report ** dated Feb. 10,
2000

eStation.com Inc.

News Release - Finances/New Financing ** dated
Feb. 11, 2000

Ethical Balanced Pooled Fund

Private Placement (Form 20) dated Jan. 20, 2000

Private Placement (Form 20) dated Jan. 20, 2000

Evergreen Aggressive Growth Fund

Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999

Evergreen Domestic Growth Funds

Annual Report Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999

Evergreen Fund for Total Return

Annual Report Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999

Evergreen Masters Fund

Annual Report Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999

Evergreen Omega Fund

Annual Report Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999

Evergreen Small Company Growth Fund

Annual Report Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999

Evergreen Stock Selector Fund

Annual Report Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999

Evergreen Strategic Growth Fund

Annual Report Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999

Evergreen Tax Strategic Equity Fund

Annual Report Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999

Excalibur Limited Partnership

Private Placement (Form 45-501F1) dated Jan. 14, 2000
Private Placement (Form 45-501F1) dated Jan. 27, 2000

Excel Funds

Certificate of Mailing ** dated Feb. 14, 2000
Certificate of Mailing ** dated Feb. 14, 2000

Exco Technologies Limited

Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999
Interim Financial Statements for 03 mn period ended Dec. 31, 1999
Management Discussion and Analysis dated Sep. 30, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Dec. 17, 1999

F.I.C.C. Inc.

Private Placement (Form 45-501F1) dated June 23, 1999
Private Placement (Form 45-501F1) dated Jan. 19, 2000

Fairfield Minerals Ltd.

News Release - Progress Report ** dated Feb. 15, 2000

Fairstar Explorations Inc.

News Release - Agreement ** dated Feb. 14, 2000

Falcon Ventures International Corp.

News Release - C.T.O.-Cease Trade Order ** dated Feb. 1, 2000

Falconbridge Limited

News Release - Stock Option Notice ** dated Feb. 4, 2000
News Release - Stock Option Notice ** dated Feb. 1, 2000

Fancamp Exploration Ltd.

News Release - Stock Option Notice ** dated Feb. 15, 2000

Far West Industries Inc.

News Release - Development- Land/Project/Product ** dated Feb. 14, 2000
News Release - Contract ** dated Feb. 8, 2000

Farm Energy Corporation

News Release - C.T.O.-Cease Trade Order ** dated Jan. 27, 2000

FAS International Limited

Record Date/Meeting Date - March 7/2000 - April 19/2000 dated Feb. 15, 2000

Fastfoot Industries Ltd.

News Release - Change of Directors/Officers** dated Feb. 9, 2000
News Release - Progress Report ** dated Feb. 9, 2000
News Release - Stock Option Notice ** dated Feb. 9, 2000
News Release - Agreement ** dated Feb. 9, 2000

Fedora Industries Inc.

News Release - Agreement ** dated Feb. 8, 2000
News Release - Progress Report ** dated Feb. 9, 2000

Ferique American Fund

French Simplified Prospectus and AIF dated Jan. 21, 2000

Ferique Balance Fund

French Simplified Prospectus and AIF dated Jan. 21, 2000

Ferique Bond Fund

French Simplified Prospectus and AIF dated Jan. 21, 2000

Ferique Equity Fund

French Simplified Prospectus and AIF dated Jan. 21, 2000

Ferique Funds

French Simplified Prospectus and AIF dated Jan. 21, 2000

Ferique Growth Fund

French Simplified Prospectus and AIF dated Jan. 21, 2000

Ferique International Fund

French Simplified Prospectus and AIF dated Jan. 21, 2000

Ferique Short-Term Income

French Simplified Prospectus and AIF dated Jan. 21, 2000

Fidelity Funds

Compliance Report dated Jan. 17, 2000

Fidelity Investments Canada Limited

Application Under Subsection 74(1) of the Securities Act 142/00 dated Feb. 7, 2000

Fieldex Exploration Inc.

Record Date/Meeting Date - March 7 / April 11 dated Feb. 15, 2000

FINDORE GOLD RESOURCES LTD.

Material Change Report - Resignation of Director (s) dated Feb. 8, 2000

Finline Technologies Ltd.

Material Change Report - Other (Form 27) dated Feb. 7, 2000

News Release - Acquisition ** dated Feb. 3, 2000

First Australia Prime Income Investment Company Limited

Audited Annual Financial Statement Oct. 31, 1999
Annual Report Oct. 31, 1999
Management Discussion and Analysis dated Oct. 31, 1999
Certificate of Mailing ** dated Feb. 7, 2000

First Canadian Mutual Funds

Prospectus/AIF Receipt - Sask. dated Nov. 19, 1999

First Castle Enterprises Inc.

News Release - Stock Option Notice ** dated Feb. 11, 2000

First Dynasty Mines Ltd.

News Release - Legal Proceedings ** dated Feb. 9, 2000

First Harbour Enterprise Inc.

News Release - Stock Option Notice ** dated Feb. 11, 2000

First Horizon Group

Offering Memorandum dated June 27, 1999

First Horizon Holdings Ltd.

Private Placement (Form 45-501F1) dated Jan. 17, 2000

First Host Hotel Corp.

Prospectus/AIF Receipt - BC dated Feb. 9, 2000

First Industrial Capital Corporation

Audited Annual Financial Statement Sep. 30, 1999

First Premium Income Trust

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 21, 2000

First Star Energy Ltd.

News Release - Progress Report ** dated Feb. 14, 2000

First Step Incorporated

Preliminary Prospectus dated Jan. 28, 2000
Prospectus/AIF Receipt - Alberta dated Feb. 9, 2000
Prospectus/AIF Receipt - Sask. dated Feb. 9, 2000

First Tower Enterprise Inc.

News Release - Stock Option Notice ** dated Feb. 11, 2000

First Trust Canadian Trusts

Information Circular/Proxy/Notice of Meeting - Other dated Dec. 21, 1999

First Trust Canadian Trusts - 1999-5

French Simplified Prospectus and AIF dated Feb. 4, 2000

Simplified Prospectus and AIF dated Feb. 4, 2000
Prospectus/AIF Receipt - PEI dated Feb. 11, 2000
French Prospectus/AIF Receipt - Quebec dated Feb. 14, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 11, 2000
Prospectus/AIF Receipt - NB dated Feb. 11, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000
French Prospectus/AIF Receipt - Quebec dated Feb. 14, 2000

Prospectus/AIF Receipt - Alberta dated Feb. 11, 2000
Prospectus/AIF Receipt - Newf. dated Feb. 11, 2000
Prospectus/AIF Receipt - Manitoba dated Feb. 11, 2000

Corrected Prospectus/AIF Receipt - Alberta dated Feb. 11, 2000

Prospectus/AIF Receipt - BC dated Feb. 11, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000
Prospectus/AIF Receipt - NS dated Feb. 11, 2000

First Trust Canadian Trusts - 1999-6

Simplified Prospectus and AIF dated Feb. 4, 2000
French Simplified Prospectus and AIF dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000
Prospectus/AIF Receipt - Newf. dated Feb. 11, 2000
Prospectus/AIF Receipt - PEI dated Feb. 11, 2000
Prospectus/AIF Receipt - Sask. dated Feb. 11, 2000
Prospectus/AIF Receipt - Alberta dated Feb. 11, 2000
Prospectus/AIF Receipt - NB dated Feb. 11, 2000
Prospectus/AIF Receipt - Manitoba dated Feb. 11, 2000

French Prospectus/AIF Receipt - Quebec dated Feb. 14, 2000
French Prospectus/AIF Receipt - Quebec dated Feb. 14, 2000

Corrected Prospectus/AIF Receipt - Alberta dated Feb. 11, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000
Prospectus/AIF Receipt - NS dated Feb. 11, 2000
Prospectus/AIF Receipt - BC dated Feb. 11, 2000

FirstClass Systems Corporation

News Release - Material Change ** dated Feb. 14, 2000

Fisherman, Igor

Ruling/Order/Reasons dated Feb. 11, 2000

Flag Resources (1985) Limited

News Release - Development- Land/Project/Product ** dated Feb. 9, 2000

Fletcher's Fine Foods Ltd.

News Release - Issuer Bid ** dated Feb. 9, 2000

Flower Affairs Systems Corp.

News Release - C.T.O.-Cease Trade Order ** Expiry Letter dated Feb. 4, 2000

FM Resources Corp.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

News Release - Change of Directors/Officers** dated Feb. 10, 2000

FMR Corp.

News Release - Share/Stock/Debtenture Information ** dated Feb. 8, 2000

Fomack Energy Inc.

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 31, 2000

Fonds Fiacdre

French Certificate of Mailing ** dated May 28, 1999

Foreign Currency Exchange Corp.

News Release - Agreement ** dated Feb. 8, 2000

Foremost Industries Inc.

Report of Acquisition (Reg. S-101) dated Jan. 31, 2000

Fortress Financial Corporation

Interim Financial Statements for 03 mn period ended Nov. 30, 1999

The Forzani Group Ltd.

Issuer Bid Circular dated Jan. 31, 2000

Founders Energy Ltd.

News Release - Sales of Assets ** dated Feb. 8, 2000

Fountain House Holdings Corp.

News Release - Progress Report ** dated Feb. 14, 2000

France Telecom

Form 6-K dated Jan. 27, 2000

Form 6-K dated Jan. 24, 2000

Franchise Bancorp Inc.

Certificate of Mailing ** dated Jan. 21, 2000

Certificate of Mailing ** dated Jan. 21, 2000

Certificate of Mailing ** dated Jan. 21, 2000

Francisco Gold Corp.

News Release - Assay Results ** dated Feb. 9, 2000

Franco-Nevada Mining Corporation Limited

Certificate of Mailing ** dated Feb. 9, 2000

Frank Russell Canada Limited

Private Placement (Form 45-501F1) dated Jan. 17, 2000

Freehold Royalty Trust

Record Date/Meeting Date - March 15 / May 3 dated Feb. 11, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 15, 2000

Freewest Resources Canada Inc.

Record Date/Meeting Date - March 15 / April 28 dated Feb. 11, 2000

The Friedberg Currency Fund

Form 38 dated Feb. 1, 2000

The Friedberg Diversified Fund

Form 38 dated Feb. 1, 2000

Friedberg Equity-Hedge Fund

Offering Memorandum dated Dec. 1, 1999

The Friedberg Futures Fund

Form 38 dated Feb. 1, 2000

Friedberg Mercantile Group

Offering Memorandum dated Dec. 1, 1999

Friedberg Pooled Funds

Offering Memorandum dated Dec. 1, 1999

Full Riches Investments Ltd.

Record Date/Meeting Date - 03/14/2000 - 04/20/2000 dated Feb. 15, 2000

FutureLink Corp.

News Release - Share/Stock/Debtenture Information ** dated Feb. 14, 2000

News Release - Legal Proceedings ** dated Feb. 14, 2000

futureshop.com lp

Private Placement (Form 45-501F1) dated Jan. 18, 2000

Gabriel Resources Inc.

Record Date/Meeting Date - March 10/2000 - April 18/2000 dated Feb. 11, 2000

Galaxy Energy Corp.

News Release - Stock Option Notice ** dated Feb. 11, 2000

News Release - Agreement ** dated Feb. 14, 2000

Galaxy OnLine Inc.

Material Change Report - Other (Form 27) dated Feb. 10, 2000

Material Change Report - Other (Form 27) dated Feb. 10, 2000

News Release - Stock Option Notice ** dated Feb. 1, 2000

News Release - Agreement ** dated Feb. 10, 2000

News Release - Stock Option Notice ** dated Feb. 1, 2000

Gallery Resources Limited

News Release - Finances/New Financing ** dated Feb. 8, 2000

Gatti, Daniel E.

Ruling/Order/Reasons dated Feb. 11, 2000

Gaz Metropolitain, Inc.

Renewal Annual Information Form (NP 47) dated Feb. 2, 2000

Prospectus/AIF Receipt - Quebec dated Feb. 9, 2000

Prospectus/AIF Receipt - NS dated Feb. 10, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 15, 2000

The GBC Canadian Bond Fund

Audited Annual Financial Statement Dec. 31, 1999

Annual Report Dec. 31, 1999

Statement of Portfolio Transactions Dec. 31, 1999

The GBC Canadian Growth Fund

Audited Annual Financial Statement Dec. 31, 1999

Statement of Portfolio Transactions Dec. 31, 1999

Annual Report Dec. 31, 1999

The GBC International Growth Fund

Annual Report Dec. 31, 1999

Statement of Portfolio Transactions Dec. 31, 1999

Audited Annual Financial Statement Dec. 31, 1999

The GBC Money Market Fund

Annual Report Dec. 31, 1999

Statement of Portfolio Transactions Dec. 31, 1999

Audited Annual Financial Statement Dec. 31, 1999

GBC MUTUAL FUNDS

Annual Report Dec. 31, 1999

Audited Annual Financial Statement Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 31, 2000

The GBC North American Growth Fund Inc.

Statement of Portfolio Transactions Dec. 31, 1999

Audited Annual Financial Statement Dec. 31, 1999

Annual Report Dec. 31, 1999

GDI Global Data Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 2, 2000

Geac Computer Corporation Limited

News Release - Acquisition ** dated Feb. 11, 2000

General Motors Acceptance Corporation of Canada, Limited

Prospectus/Pricing-Supplement dated Feb. 8, 2000

General Motors Corporation

Form 8-K dated Jan. 14, 2000

Form 8-K dated Jan. 20, 2000

Genesis Trust

Monthly Portfolio Report dated Feb. 14, 2000

Prospectus/AIF Receipt - Sask. dated Dec. 16, 1999

Genetronics Biomedical Ltd.

Material Change Report - Other (Form 27) dated Feb. 3, 2000

Corrected News Release - Development-Land/Project/Product ** dated Feb. 3, 2000

News Release - New Listing/Delisting ** dated Feb. 2, 2000

GeneVest Inc.

News Release - Stock Option Notice ** dated Jan. 13, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 8, 2000

Gentra Inc.

Ruling/Order/Reasons 025/00 dated Feb. 1, 2000

Geomaque Explorations Ltd.

News Release - Progress Report ** dated Feb. 3, 2000

Geophysical Micro Computer Applications (International) Ltd.

Amendment Record Date/Meeting Date - Feb 24 / April 7 dated Feb. 9, 2000

News Release - Sales of Assets ** dated Jan. 24, 2000

News Release - Dividend Announced ** dated Feb. 10, 2000

Georgian Bancorp Inc.

Interim Financial Statements for 03 mn period ended Sep. 30, 1999

Application -#154/00 dated Feb. 10, 2000

Georgian Bond Fund I

Application dated Feb. 10, 2000

Georgian Capital Mutual Funds

Application dated Feb. 10, 2000

Georgian Global 24 Fund

Private Placement (Form 45-501F1) dated Jan. 25, 2000

Georgian Global 24 Fund I

Application dated Feb. 10, 2000

Georgian Global Financial Services Fund I

Application dated Feb. 10, 2000

Georgian Northern 24 Fund I

Application dated Feb. 10, 2000

Gitennes Exploration Inc.

News Release - Progress Report ** dated Feb. 11, 2000

Glacier Resources Ltd.

Material Change Report - Other (Form 27) dated Feb. 14, 2000

News Release - Progress Report ** dated Feb. 14, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

News Release ** Adding Filing Juris. dated Feb. 11, 2000

Glacier Ventures International Corp.

News Release - Progress Report ** dated Feb. 4, 2000

Gladiator Minerals Inc.

News Release - Share/Stock/Debtenture Information ** dated Feb. 15, 2000

Glamis Gold Ltd.

News Release - Advance Notice of AGM ** 05/03/2000 dated Feb. 9, 2000

Record Date/Meeting Date - 03/17/2000 - 05/03/2000 dated Feb. 10, 2000

Glenbriar Developments Ltd.

Audited Annual Financial Statement Sep. 30, 1999

Interim Financial Statements for 03 mn period ended Dec. 31, 1999

Certificate of Mailing ** dated Feb. 15, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 15, 2000

Glendale International Corp.

Interim Financial Statements for 12 mn period ended Nov. 30, 1999

Certificate of Mailing ** dated Feb. 9, 2000

Glenex Industries Inc.

Record Date/Meeting Date - February 29, 2000/April 4, 2000 dated Feb. 8, 2000

Glimmer Resources Inc.

Report of Acquisition (Reg. S-101) dated Feb. 10, 2000

Global Cable Systems, Inc.

Material Change Report - Other (Form 27) dated Feb. 8, 2000

Global Explorations Corporation

Interim Financial Statements for 03 mn period ended Nov. 30, 1999

Schedules B & C of Quarterly Report Dated 11/30/99 dated Nov. 30, 1999

Certificate of Mailing ** dated Feb. 10, 2000

Global Investment.com Financial Inc.

Material Change Report - Other (Form 27) dated Feb. 9, 2000

Material Change Report - Other (Form 27) dated Feb. 11, 2000

Annual Information Form (Policy 5.10) dated Feb. 8, 2000

News Release - Stock Option Notice ** dated Feb. 11, 2000

News Release - Progress Report ** dated Feb. 9, 2000

Global Link International

Material Change Report - Other (Form 27) dated Feb. 11, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 14, 2000

GLS Global Assets Ltd.

Audited Annual Financial Statement Sep. 30, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Feb. 7, 2000

Goldcliff Resource Corporation

Record Date/Meeting Date - 03/10/2000 - 04/18/2000 dated Feb. 14, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 9, 2000

News Release - Advance Notice of AGM ** dated Feb. 11, 2000

Golden Arch Resources Ltd.

News Release - Development - Land/Project/Product ** dated Feb. 15, 2000

Golden Briar Mines Limited

News Release - Development - Land/Project/Product ** dated Feb. 9, 2000

Golden Gram Capital Inc.

Certificate of Mailing ** dated Feb. 10, 2000

Certificate of Mailing ** dated Feb. 10, 2000

Letter to Shareholders ** dated Feb. 8, 2000

Golden Kootenay Resources Inc.

News Release - Progress Report ** dated Feb. 9, 2000

Golden Maritime Resources Ltd.

Private Placement (Form 45-501F1) dated Jan. 20, 2000

Golden Peaks Resources Ltd.

News Release - Finances/New Financing ** dated Feb. 9, 2000

Golden Raven Resources Ltd.

News Release - Share/Stock/Debtenture Information ** dated Feb. 14, 2000

Golden River Resources Inc.

Interim Financial Statements for 06 mn period ended Dec. 31, 1999

Golden Sky Ventures International Inc.

News Release - Finances/New Financing ** dated Feb. 15, 2000

Golden Star Resources Ltd.

News Release - Share/Stock/Debtenture Information ** dated Jan. 31, 2000

Golden Temple Mining Corp.

News Release - Development - Land/Project/Product ** dated Feb. 11, 2000

Golden Thunder Resources Ltd.

Material Change Report - Other (Form 27) dated Feb. 9, 2000

News Release - Stock Option Notice ** dated Feb. 9, 2000

Golden Treasure Explorations Ltd.

News Release - Finances/New Financing ** dated Feb. 10, 2000

Goldengoals.com Ventures Inc.

News Release - Change of Directors/Officers** dated Feb. 11, 2000

Goldsat Mining Inc.

News Release - Progress Report ** dated Feb. 10, 2000

Goodfellow Resources Ltd.

Record Date/Meeting Date - 03/15/2000 - 04/25/2000 dated Feb. 14, 2000

Gothic Resources Inc.

News Release ** Plan of Arrangement dated Feb. 10, 2000

Gowest Amalgamated Resources Ltd.

Audited Annual Financial Statement Oct. 31, 1999
Record Date/Meeting Date - 03/09/2000 - 04/14/2000 dated Feb. 10, 2000

Great Quest Metals Ltd.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

News Release - Assay Results ** dated Feb. 11, 2000

The Great-West Life Assurance Company

News Release - Financial Statement/Operating Results ** dated Feb. 2, 2000

Great-West Lifeco Inc.

Issuer Bid Material dated Feb. 15, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 2, 2000

Green Line Asian Growth Fund

Simplified Prospectus and AIF dated Feb. 7, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Green Line Balanced & Growth Funds

Ruling/Order/Reasons - Ontario dated Feb. 4, 2000

Green Line Canadian Index Fund

Application dated Feb. 4, 2000

Green Line e-class Funds

Simplified Prospectus and AIF dated Feb. 7, 2000
Prospectus/AIF Receipt - NB dated Feb. 11, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000
Prospectus/AIF Receipt - Manitoba dated Feb. 11, 2000

Prospectus/AIF Receipt - BC dated Feb. 11, 2000
Prospectus/AIF Receipt - Sask. dated Feb. 11, 2000

Prospectus/AIF Receipt - NWT dated Feb. 11, 2000

Prospectus/AIF Receipt - PEI dated Feb. 11, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 11, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 11, 2000

Prospectus/AIF Receipt - Nunavut dated Feb. 11, 2000

Prospectus/AIF Receipt - NS dated Feb. 11, 2000

Green Line Emerging Markets Fund

Simplified Prospectus and AIF dated Feb. 7, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Green Line Energy Fund

Simplified Prospectus and AIF dated Feb. 7, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Green Line Entertainment & Communications Fund

Simplified Prospectus and AIF dated Feb. 7, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Green Line European Growth Fund

Simplified Prospectus and AIF dated Feb. 7, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Green Line Global Government Bond Fund

Simplified Prospectus and AIF dated Feb. 7, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Green Line Global RSP Bond Fund

Simplified Prospectus and AIF dated Feb. 7, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Green Line Global Select Fund

Simplified Prospectus and AIF dated Feb. 7, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Green Line Health Sciences Fund

Simplified Prospectus and AIF dated Feb. 7, 1999
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Green Line International Equity Fund

Simplified Prospectus and AIF dated Feb. 7, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Green Line Japanese Growth Fund

Simplified Prospectus and AIF dated Feb. 7, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Green Line Latin American Growth Fund

Simplified Prospectus and AIF dated Feb. 7, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Green Line Precious Metals Fund

Simplified Prospectus and AIF dated Feb. 7, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Green Line Resource Fund

Simplified Prospectus and AIF dated Feb. 7, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Green Line Science & Technology Fund

Simplified Prospectus and AIF dated Feb. 7, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Green Point Resources Inc.

Audited Annual Financial Statement Sep. 30, 1999
Material Change Report - Acquisition or Disposition of Assets dated Feb. 8, 2000

Greenwald, Frank S.

Ruling/Order/Reasons dated Feb. 11, 2000

Griffiths McBurney & Partners

Ruling/Order/Reasons dated Feb. 11, 2000

Group West Systems Ltd

Audited Annual Financial Statement Sep. 30, 1999
Interim Financial Statements for 03 mn period ended Dec. 31, 1999

News Release - Financial Statement/Operating Results ** dated Feb. 11, 2000

News Release - Agreement ** dated Feb. 15, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 11, 2000

News Release - Agreement ** dated Feb. 9, 2000
Record Date/Meeting Date - 02/24/2000 - 03/31/2000 dated Feb. 9, 2000

GST Telecommunications, Inc.

News Release - Sales of Assets ** dated Feb. 8, 2000

Guardian Capital Group Limited

Report of Acquisition (Reg. S-101) dated Feb. 7, 2000

Guardian Global Technology Fund

Ruling/Order/Reasons 006/00 dated Feb. 2, 2000

The Guardian Group Of Funds Limited

Ruling/Order/Reasons 006/00 dated Feb. 2, 2000

Guardian Group of Funds No. 5

Prospectus/AIF Receipt - BC dated Feb. 8, 2000
Prospectus/AIF Receipt - Alberta dated Feb. 8, 2000

Prospectus/AIF Receipt - NS dated Feb. 8, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 8, 2000

Prospectus/AIF Receipt - PEI dated Feb. 8, 2000

Prospectus/AIF Receipt - Manitoba dated Feb. 8, 2000

Guardian RSP Global Technology Fund

Ruling/Order/Reasons 006/00 dated Feb. 2, 2000

Gulf & Pacific Equities Corp.

Material Change Report - Other (Form 27) dated Feb. 8, 2000

News Release - Finances/New Financing ** dated Feb. 7, 2000

Gulf International Minerals Ltd.

Material Change Report - Other (Form 27) dated Jan. 24, 2000

GWIL Industries Inc.

Application #155/00 dated Feb. 8, 2000

GWR Resources Inc.

Material Change Report - Other (Form 27) dated Feb. 14, 2000

News Release - Acquisition ** dated Feb. 10, 2000

News Release - Agreement ** dated Feb. 14, 2000

H&R; Real Estate Investment Trust

News Release - Dividend Announced ** dated Feb. 8, 2000

H2O Entertainment Corp.

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 12, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 8, 2000

Habanero Resources Inc.

Material Change Report - Other (Form 27) dated Feb. 15, 2000

Haddington International Resources Ltd.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

News Release - Development~ Land/Project/Product ** dated Feb. 11, 2000

Hallmark Bond Fund

Private Placement (Form 20) dated Jan. 20, 2000

Private Placement (Form 20) dated Jan. 20, 2000

Halterm Income Fund

Material Change Report - Other (Form 27) dated Feb. 4, 2000

Harrowston Inc.

Material Change Report - Other (Form 27) dated Feb. 14, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 11, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 11, 2000

Hars Systems Inc.

News Release - Progress Report ** dated Feb. 10, 2000

Haworth Acquisition Corp.

Application Under Clause 104(2)(a) of the Securities Act 143/00 dated Feb. 7, 2000

Haworth, Inc.

Application Under Clause 104(2)(a) of the Securities Act 143/00 dated Feb. 7, 2000

Heartland Resources Inc.

Interim Financial Statements for 09 mn period ended Dec. 31, 1999

Hebron Bay Resources Ltd.

News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000

Hebron Fjord Resources Inc.

Record Date/Meeting Date - March 15 / April 19 dated Feb. 11, 2000

Hedman Resources Limited

News Release - Finances/New Financing ** dated Feb. 15, 2000

Heidary, Anwar

Ruling/Order/Reasons dated Feb. 8, 2000

Helio Capital Corp.

Interim Financial Statements for 06 mn period ended Dec. 31, 1999

Helix Biopharma Corp.

Prospectus dated Feb. 11, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 15, 2000

Hemisphere Value Fund

Prospectus/AIF Receipt - Sask. dated Feb. 1, 2000

Hemosol Inc.

Record Date/Meeting Date - 04/11/2000 - 05/16/2000 dated Feb. 15, 2000

French News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

Heritage Concepts International Inc.

News Release - Agreement ** dated Feb. 10, 2000

News Release - Agreement ** dated Feb. 8, 2000

Certificate of Mailing ** dated Jan. 11, 2000

Heroux Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

News Release - Contract ** dated Feb. 14, 2000

Highgrade Ventures Ltd.

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 26, 2000

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 26, 2000

Highpoint Telecommunications Inc.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

News Release - Development~ Land/Project/Product ** dated Feb. 11, 2000

Hillsborough Resources Limited

News Release - Progress Report ** dated Feb. 9, 2000

HIRSCH FUND

Ruling/Order/Reasons - Ontario dated Feb. 15, 2000

Hirsch Natural Resource Fund

Ruling/Order/Reasons - Ontario dated Feb. 15, 2000

HNC Software Inc.

News Release - Stock Option Notice ** dated Jan. 19, 2000

Hollinger Inc.

Notice of Intent to Sell Securities (Form 23) dated Jan. 28, 2000

Holmer Gold Mines Limited

News Release - Change of Directors/Officers** dated Jan. 14, 2000

Home Capital Group Inc.

News Release - Development~ Land/Project/Product ** dated Feb. 9, 2000

Revised Certificate of Mailing ** dated Feb. 15, 2000

Certificate of Mailing ** dated Feb. 14, 2000

Homestake Mining Company

Form 8-K dated Jan. 18, 2000

Record Date/Meeting Date - 03/06/00 / 04/28/00 dated Feb. 9, 2000

Houston Lake Mining Inc.

News Release - Development~ Land/Project/Product ** dated Feb. 8, 2000

HSBC Asset Management Canada Ltd.

Ruling/Order/Reasons -#045/00 dated Feb. 10, 2000

The Hub Group Limited

News Release - Acquisition ** dated Feb. 8, 2000

Hummingbird Communications Ltd.

News Release ** Alliance dated Feb. 14, 2000

News Release - Stock Option Notice ** dated Feb. 2, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 4, 2000

Hurricane Hydrocarbons Ltd.

News Release - Legal Proceedings ** dated Feb. 10, 2000

Amended Record Date/Meeting Date - From March 15 to March 22 dated Feb. 15, 2000

Hyal Pharmaceutical Corporation

Certificate of Mailing ** dated Feb. 4, 2000

News Release - C.T.O.-Cease Trade Order ** dated Feb. 1, 2000

Icelandic Gold Corporation

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 28, 2000

Icon Industries Limited

Material Change Report - Other (Form 27) dated Feb. 10, 2000

News Release - Finances/New Financing ** dated Feb. 10, 2000

Icron Systems Inc.

Material Change Report - Other (Form 27) dated Feb. 9, 2000

News Release - Progress Report ** dated Feb. 8, 2000

ID Biomedical Corporation

News Release - Finances/New Financing ** dated Feb. 11, 2000

News Release - Finances/New Financing ** dated Feb. 11, 2000

News Release - Development~ Land/Project/Product ** dated Feb. 9, 2000

Idaho Consolidated Metals Corp.

Material Change Report - Other (Form 27) dated Feb. 9, 2000

News Release - Finances/New Financing ** dated Feb. 10, 2000

News Release - Finances/New Financing ** dated Feb. 7, 2000

IDG Holdings Inc.

Interim Financial Statements for 06 mn period ended Dec. 31, 1999

News Release - Financial Statement/Operating Results ** dated Feb. 11, 2000

IDS Intelligent Detection Systems Inc.

News Release - Development~ Land/Project/Product ** dated Feb. 9, 2000

News Release - Progress Report ** dated Feb. 15, 2000

IGT Pharma Inc.

News Release - Technology Update ** dated Feb. 9, 2000

ILI Technologies Group Inc.

News Release - Agreement ** dated Feb. 14, 2000

Image Power, Inc.

News Release - Finances/New Financing ** dated Feb. 14, 2000

News Release - Progress Report ** dated Feb. 10, 2000

Image Processing Systems Inc.

Preliminary Prospectus dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 8, 2000

French Prospectus/AIF Receipt - Quebec dated Feb. 8, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000

Image Sculpting International Inc.

Private Placement (Form 45-501F1) dated Jan. 28, 2000

Private Placement (Form 45-501F1) dated Jan. 28, 2000

Private Placement (Form 45-501F1) dated Jan. 20, 2000

Imagis Technologies Inc.

News Release - Progress Report ** dated Feb. 8, 2000

Imasco Limited

Going Private Transaction dated Feb. 7, 2000

Material Change Report - Other (Form 27) dated Feb. 9, 2000

IMI International Medical Innovations Inc.

News Release - Share/Stock/Debtenture Information ** dated Jan. 17, 2000

Immune Network Research Ltd.

News Release - Finances/New Financing ** dated Feb. 10, 2000

Immunex Corporation

Record Date/Meeting Date - 03/08/00 / 04/25/00
dated Feb. 8, 2000

Imperial Metals Corporation

News Release - Assay Results ** dated Feb. 10,
2000

News Release - Share/Stock/Debtenture Information
** dated Feb. 7, 2000

Imperial PlasTech Inc.

News Release - Financial Statement/Operating
Results ** dated Feb. 7, 2000

Inco Limited

News Release - Financial Statement/Operating
Results ** dated Feb. 9, 2000

News Release - Progress Report ** dated Feb. 14,
2000

News Release - Financial Statement/Operating
Results ** dated Feb. 14, 2000

Indian Motorcycle Company

Private Placement (Form 45-501F1) dated Jan. 21,
2000

Private Placement (Form 45-501F1) dated Jan. 21,
2000

Private Placement (Form 45-501F1) dated Jan. 21,
2000

Private Placement (Form 45-501F1) dated Jan. 5,
2000

Indo-Pacific Energy Ltd.

Material Change Report - Other (Form 27) dated Feb.
10, 2000

Industrial-Alliance Life Insurance Company

Prospectus/AIF Receipt - Sask. dated Feb. 9, 2000

Prospectus/AIF Receipt - Alberta dated Feb. 3, 2000

Prospectus/AIF Receipt - PEI dated Feb. 9, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 10, 2000

Inflazyme Pharmaceuticals Ltd.

Material Change Report - Other (Form 27) dated Jan.
20, 2000

Material Change Report - Other (Form 27) dated Jan.
20, 2000

Info Touch Technologies Corp.

Material Change Report - Other (Form 27) dated Feb.
4, 2000

News Release - Finances/New Financing ** dated
Feb. 9, 2000

News Release - Share/Stock/Debtenture Information
** dated Feb. 10, 2000

News Release - Finances/New Financing ** dated
Feb. 9, 2000

Infocorp Computer Solutions Ltd.

Material Change Report - Other (Form 27) dated Feb.
14, 2000

News Release - Contract ** dated Feb. 11, 2000

InfoInteractive Inc.

News Release - Technology Update ** dated Feb. 9,
2000

Infomission Group Inc.

Material Change Report - Other (Form 27) dated Feb.
10, 2000

News Release - Share/Stock/Debtenture Information
** dated Feb. 9, 2000

News Release - Acquisition ** dated Feb. 1, 2000

Record Date/Meeting Date - March 8/2000 - April
13/2000 dated Feb. 14, 2000

News Release - Agreement ** dated Feb. 9, 2000

News Release - Development- Land/Project/Product
** dated Feb. 9, 2000

Infowave Software, Inc.

News Release - Agreement ** dated Feb. 14, 2000

Inlet Devices Corporation

Preliminary Prospectus dated Feb. 11, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 14, 2000

Record Date/Meeting Date - 02/28/2000 - 04/05/2000
dated Feb. 15, 2000

Inmet Mining Corporation

Interim Financial Statements for 12 mn period ended
Dec. 31, 1999

News Release - Financial Statement/Operating
Results ** dated Feb. 8, 2000

Insurcom Financial Corporation

Material Change Report - Other (Form 27) dated Jan.
24, 2000

Integrated Flight Systems Inc.

News Release - C.T.O.-Cease Trade Order ** dated
Feb. 4, 2000

Integrated Information Systems, Inc.

Private Placement (Form 45-501F1) dated Jan. 19,
2000

Intergold Ltd.

News Release - Financial Statement/Operating
Results ** dated Feb. 7, 2000

International Barrier Technology Inc.

News Release - Progress Report ** dated Feb. 10,
2000

International Bio Recovery Corporation

News Release - Progress Report ** dated Feb. 14,
2000

International Capri Resources Ltd.

News Release - New Listing/Delisting ** dated Feb.
11, 2000

International Cetec Investments Inc.

Record Date/Meeting Date - March 22 / April 27 dated
Feb. 8, 2000

International Chalice Resources Inc.

Private Placement (Form 45-501F1) dated Jan. 17,
2000

International Chargold Resources Ltd.

Audited Annual Financial Statement Sep. 30, 1999
Information Circular/Proxy/Notice of Meeting - Other
dated Feb. 7, 2000

International EN-R-Tech Inc.

News Release - Finances/New Financing ** dated
Feb. 8, 2000

International Enxco Limited

News Release - Progress Report ** dated Feb. 11,
2000

International Falcon Resources Inc.

News Release - Share/Stock/Debtenture Information
** dated Feb. 9, 2000

International Forest Products Limited

Record Date/Meeting Date - 03/08/2000 - 04/18/2000
dated Feb. 9, 2000

News Release - Issuer Bid ** dated Feb. 14, 2000

International Hi-Tech Industries Inc.

News Release - Share/Stock/Debtenture Information
** dated Feb. 14, 2000

International Jaguar Equities Inc.

News Release - Stock Option Notice ** dated Feb. 14,
2000

International Pursuit Corporation

News Release ** Exemption Notice dated Feb. 15,
2000

International Riley Resources Ltd.

News Release ** Adding Filing Juris. dated Feb. 11,
2000

News Release ** Adding Filing Juris. dated Feb. 11,
2000

International Rochester Energy Corp.

News Release - Share/Stock/Debtenture Information
** dated Feb. 11, 2000

International Sales Information Systems Inc.

Material Change Report - Other (Form 27) dated Feb.
11, 2000

News Release - Finances/New Financing ** dated
Feb. 9, 2000

News Release - Finances/New Financing ** dated
Feb. 9, 2000

International Tournigan Corporation

Audited Annual Financial Statement Aug. 31, 1999

International Uranium Corporation

Annual Report Sep. 30, 1999

Audited Annual Financial Statement Sep. 30, 1999
Management Discussion and Analysis dated Sep. 30,
1999

Information Circular/Proxy/Notice of Meeting - Other
dated Jan. 24, 2000

Certificate of Mailing ** dated Feb. 15, 2000

Certificate of Mailing ** dated Feb. 15, 2000

Certificate of Mailing ** dated Feb. 15, 2000

Amended Record Date/Meeting Date - Feb 11 /
March 17 dated Feb. 10, 2000

International Utility Structures Inc.

News Release - Financial Statement/Operating
Results ** dated Feb. 9, 2000

International Water-Guard Industries Inc.

Certificate of Mailing ** dated Feb. 15, 2000

International Wayside Gold Mines Ltd.

News Release - Development- Land/Project/Product
** dated Feb. 1, 2000

News Release - Development- Land/Project/Product
** dated Jan. 20, 2000

Interprovincial Satellite Services Ltd

News Release - Progress Report ** dated Feb. 10,
2000

Intrawest Corporation

Private Placement (Form 45-501F1) dated Jan. 28,
2000

News Release - Financial Statement/Operating
Results ** dated Feb. 11, 2000

News Release - Issuer Bid ** dated Feb. 11, 2000

News Release - Share/Stock/Debtenture Information
** dated Feb. 11, 2000

News Release - Financial Statement/Operating
Results ** dated Feb. 11, 2000

News Release - Progress Report ** dated Feb. 11,
2000

Intrinsyc Software Inc.

Material Change Report - Other (Form 27) dated Feb.
14, 2000

Material Change Report - Other (Form 27) dated Feb.
9, 2000

News Release - Finances/New Financing ** dated
Feb. 9, 2000

News Release - Finances/New Financing ** dated
Feb. 9, 2000

News Release - Development- Land/Project/Product
** dated Feb. 15, 2000

Inverpower Controls Ltd.

Private Placement (Form 45-501F1) dated Jan. 19,
2000

IPC Financial Network Inc.

News Release - Share/Stock/Debtenture Information
** dated Feb. 10, 2000

News Release - Acquisition ** dated Feb. 10, 2000

IPL Inc.

News Release ** Adding Filing Jurisdiction dated Feb.
11, 2000

News Release ** Adding Filing Jurisdiction dated Feb.
11, 2000

News Release ** Adding Filing Jurisdiction dated Feb.
11, 2000

News Release ** Adding Filing Jurisdiction dated Feb.
11, 2000

News Release ** Adding Filing Juris. dated Feb. 11,
2000

News Release ** Adding Filing Jurisdiction dated Feb.
11, 2000

News Release ** Adding Filing Juris. dated Feb. 11,
2000

IPSCO Inc.

News Release - Progress Report ** dated Feb. 14,
2000

Iriana Resources Corporation

Record Date/Meeting Date - 03/06/2000 - 04/17/2000
dated Feb. 9, 2000

ITI Education Corporation

News Release - Financial Statement/Operating
Results ** dated Feb. 11, 2000

ITL Capital Corporation

Material Change Report - Other (Form 27) dated Feb.
8, 2000

News Release - Stock Option Notice ** dated Feb. 8,
2000

iUnits S&P/TSE 60 Index Participation Fund

Application dated Nov. 19, 1999
Prospectus/AIF Receipt - NB dated Jan. 14, 2000

Ivaco Inc.

Monthly Report dated Feb. 7, 2000

Ivanhoe Energy Inc.

Amended Report of Acquisition (Reg. S-101) dated
Feb. 10, 2000

News Release - Acquisition ** dated Feb. 10, 2000

IVS Intelligent Vehicle Systems Inc.

Interim Financial Statements for 09 mn period ended
Dec. 31, 1999

Ivy-Universal RSP Funds

Prospectus/AIF Receipt - Sask. dated Jan. 19, 2000

Jannock Limited

Information Circular/Proxy/Notice of Meeting - Other
dated Feb. 4, 2000

Certificate of Mailing ** dated Feb. 11, 2000

JDS UNIPHASE CANADA LTD.

Amendment No.1 to Form 8-K/A dated Feb. 10, 2000
Form 8-K dated July 9, 1999

Certificate of Mailing ** dated Feb. 3, 2000

Certificate of Mailing ** dated Feb. 3, 2000

JDS Uniphase Corporation

Form 10Q for 06 mn period ended Dec. 31, 1999

Amendment No.1 to Form 8-K/A dated Feb. 10, 2000

Jenosys Enterprises Inc.

Shaif Notice dated Feb. 11, 2000

Jones Heward Group of Funds

Application dated Feb. 3, 2000

K-Tel International, Inc.

Form 10Q for 10 mn period ended Dec. 31, 1999

Kafus Industries Ltd.

Material Change Report - Other (Form 27) dated Jan.
19, 2000

Material Change Report - Other (Form 27) dated Feb.
8, 2000

News Release - Progress Report ** dated Feb. 11,
2000

Kalimantan Gold Corporation Limited

News Release - Stock Option Notice ** dated Jan. 11,
2000

Kasten Chase Applied Research Limited

News Release - Agreement ** dated Feb. 11, 2000

Kazakhstan Minerals Corporation

Material Change Report - Other (Form 27) dated Feb.
9, 2000

News Release - Merger ** dated Feb. 9, 2000

Kelso Technologies Inc.

News Release - Progress Report ** dated Feb. 11,
2000

Kendall Venture Funding Ltd.

Interim Financial Statements for 06 mn period ended
Dec. 31, 1999

Kensington Apartments Limited

Information Circular/Proxy/Notice of Meeting - Other
dated Jan. 31, 2000

Kent, Allan C.

Notice of Hearing dated Feb. 9, 2000

Kernow Resources and Developments Ltd.

Audited Annual Financial Statement Oct. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other
dated Feb. 4, 2000

Kik Tire Technologies Inc.

News Release - Finances/New Financing ** dated
Feb. 15, 2000

Kingscross Communities Incorporated

News Release - Finances/New Financing ** dated
Feb. 10, 2000

Kingwest Avenue Portfolio

Private Placement (Form 45-501F1) dated Jan. 26,
2000

Private Placement (Form 45-501F1) dated Jan. 12,
2000

Kinross Gold Corporation

News Release - Letter of Intent ** dated Feb. 14,
2000

Klondike Gold Corp.

Material Change Report - Other (Form 27) dated Jan.
13, 2000

News Release - Finances/New Financing ** dated
Feb. 13, 2000

KMS Power Income Fund

News Release - Progress Report ** dated Feb. 9,
2000

Kobex Resources Ltd.

News Release - C.T.O.-Cease Trade Order ** dated
Feb. 9, 2000

Koch Pipelines Canada, L.P.

News Release - Financial Statement/Operating
Results ** dated Feb. 14, 2000

Kookaburra Resources Ltd.

Audited Annual Financial Statement Dec. 31, 1999

PROXY Materials dated Feb. 9, 2000
Information Circular/Proxy/Notice of Meeting - Other
dated Feb. 8, 2000

Letter to Shareholders ** dated Jan. 27, 2000

KSAT Satellite Networks Inc.

News Release - Progress Report ** dated Feb. 9,
2000

La Caisse Populaire de Aguanish

Etats financier interimaire 06 mo.periode terminee le
Nov. 30, 1999

La Caisse Populaire de La Tabatière

Etats financier interimaire 06 mo.periode terminee le
Nov. 30, 1999

La Caisse Populaire de Notre Dame du Mont

Carmel
Etats financier interimaire 06 mo.periode terminee le
Nov. 30, 1999

LA CAISSE POPULAIRE DE Portneuf

Etats financier interimaire 06 mo.periode terminee le
Nov. 30, 1999

La caisse populaire de St-Magloire

Etats financier interimaire 06 mo.periode terminee le
Nov. 30, 1999

La Caisse Populaire de St-Marcel

Etats financier interimaire 06 mo.periode terminee le
Nov. 30, 1999

LA CAISSE POPULAIRE DE THURSO

Etats financier interimaire 06 mo.periode terminee le
Nov. 30, 1999

La Caisse Populaire de Vimont

Etats financier interimaire 06 mo.periode terminee le
Nov. 30, 1999

La caisse populaire Desjardins de Notre-Dame

des Pins
Etats financier interimaire 06 mo.periode terminee le
Nov. 30, 1999

La Caisse Populaire Desjardins Thibaudreau

Etats financier interimaire 06 mo.periode terminee le
Nov. 30, 1999

Label Depot Corporation

Audited Annual Financial Statement Aug. 31, 1999
Interim Financial Statements for 03 mn period ended
Nov. 30, 1999

Interim Financial Statements for 03 mn period ended
Nov. 30, 1999

Laidlaw Inc.

News Release - Progress Report ** dated Feb. 9,
2000

News Release - Progress Report ** dated Feb. 9,
2000

Lake City Gaming Corp.

Interim Financial Statements for 06 mn period ended
Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other
dated Feb. 9, 2000

Certificate of Mailing ** dated Feb. 14, 2000

Lakeshore Asset Management, Inc.

Application -#147/00 dated Feb. 7, 2000

Lakewood Mining Company Ltd. (NPL)

Record Date/Meeting Date - Feb. 29/2000 - April
6/2000 dated Feb. 11, 2000

Lakota Resources Inc.

Private Placement (Form 20) dated Jan. 14, 2000

News Release - Acquisition ** dated Feb. 9, 2000

Lamplighter Energy Ltd.

News Release - Progress Report ** dated Feb. 11,
2000

Landmark Global Financial Corporation

News Release - Development- Land/Project/Product
** dated Feb. 15, 2000

Landstar Properties Inc.

News Release - Stock Option Notice ** dated Feb. 14,
2000

Lasmo plc

Schedule 11 dated Dec. 2, 1999

Schedule 11 dated Nov. 1, 1999

Schedule 11 dated Jan. 6, 2000

LATelco International, Inc.

News Release - Finances/New Financing ** dated
Feb. 14, 2000

Le Print Express International Inc.

News Release - Stock Option Notice ** dated Jan. 31,
2000

Learnco International Inc.

News Release - Progress Report ** dated Feb. 9,
2000

Leeward Capital Corp.

News Release - Development- Land/Project/Product
** dated Feb. 15, 2000

News Release - Agreement ** dated Feb. 15, 2000

Legacy Hotels Real Estate Investment Trust

Issuer Bid Circular dated Jan. 25, 2000

Issuer Bid Circular dated Feb. 4, 2000

Leitch Technology Corporation

News Release - Share/Stock/Debenture Information
** dated Feb. 3, 2000

Lenox Polymers Limited

Notice of Temporary Order and Hearing dated Feb. 8,
2000

News Release - C.T.O.-Cease Trade Order ** dated
Feb. 8, 2000

News Release - C.T.O.-Cease Trade Order ** dated
Feb. 10, 2000

Leroux Steel Inc.

Record Date/Meeting Date - 03/09/2000 - 04/14/2000
dated Feb. 15, 2000

LGS Group Inc.

News Release - Progress Report ** dated Feb. 15,
2000

News Release - Agreement ** dated Feb. 15, 2000

- News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000
News Release - Progress Report ** dated Feb. 9, 2000
- LifeServ Corporation**
Private Placement (Form 45-501F1) dated Jan. 11, 2000
- Limtech Lithium Metal Technologies Inc.**
Audited Annual Financial Statement July 31, 1999
Annual Report July 31, 1999
Interim Financial Statements for 03 mn period ended Oct. 31, 1999
French Management Discussion and Analysis dated July 31, 1999
Management Discussion and Analysis dated July 31, 1999
Certificate of Mailing ** dated Feb. 8, 2000
Certificate of Mailing ** dated Feb. 8, 2000
Certificate of Mailing ** dated Feb. 8, 2000
- Lincoln Park Towers Apartment Project**
Audited Annual Financial Statement Aug. 31, 1999
- Lindsey Morden Group Inc.**
News Release - Dividend Announced ** dated Feb. 11, 2000
Record Date/Meeting Date - March 8/2000 - April 12/2000 dated Feb. 14, 2000
- Line Islands Exploration Inc.**
News Release - Acquisition ** dated Feb. 11, 2000
- LML Payment Systems Inc.**
Material Change Report - Other (Form 27) dated Feb. 14, 2000
News Release - Agreement ** dated Feb. 14, 2000
- Loblaws Companies Limited**
Resale of Exempted Security Report (Form 45-501F2) dated Jan. 10, 2000
- The Loewen Group Inc.**
News Release - Change of Directors/Officers** dated Feb. 9, 2000
- Logistec Corporation**
Record Date/Meeting Date - 03/15/2000 - 04/26/2000 dated Feb. 11, 2000
- Louisiana-Pacific Corporation**
Form 10-K/A Dec. 31, 1998
- Lucero Resource Corp.**
Material Change Report - Other (Form 27) dated Feb. 14, 2000
News Release - Finances/New Financing ** dated Feb. 14, 2000
- Luminex Ventures Inc.**
Material Change Report - Other (Form 27) dated Feb. 10, 2000
News Release - Finances/New Financing ** dated Feb. 10, 2000
- Lundin Oil AB**
News Release - Agreement ** dated Feb. 10, 2000
- Luxell Technologies Inc.**
News Release ** Corporate Fact Sheet dated Feb. 11, 2000
- Luxmatic Technologies N.V.**
Interim Financial Statements for 06 mn period ended Dec. 31, 1999
- LWT Services Inc.**
News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000
- Lyndex Explorations Limited**
Audited Annual Financial Statement Sep. 30, 1999
- Lysander Minerals Corporation**
News Release - Advance Notice of AGM ** dated Feb. 9, 2000
- MacDonald Oil Exploration Ltd.**
Audited Annual Financial Statement Aug. 31, 1999
Interim Financial Statements for 03 mn period ended Nov. 30, 1999
Material Change Report - Other (Form 27) dated Feb. 15, 2000
- Notice of Hearing dated Feb. 9, 2000
Temporary Order dated Feb. 2, 2000
Material Change Report - Other (Form 27) dated Feb. 15, 2000
- Mackenzie Financial Corporation**
Interim Financial Statements for 09 mn period ended Dec. 31, 1999
Issuer Bid Circular dated Feb. 9, 2000
Application -#150/00 dated Feb. 2, 2000
Issuer Bid Circular dated Feb. 9, 2000
News Release - Share/Stock/Debtenture Information ** dated Feb. 3, 2000
News Release - Share/Stock/Debtenture Information ** dated Feb. 4, 2000
- Mackenzie Group of Funds**
Application -#150/00 dated Feb. 2, 2000
- Mackenzie Group of RSP Funds**
Application -#150/00 dated Feb. 2, 2000
- Mackenzie Investment Management Inc.**
Interim Financial Statements for 09 mn period ended Dec. 31, 1999
- Madenta Inc.**
News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000
- Madison Enterprises Corp.**
News Release - Assay Results ** dated Feb. 10, 2000
Record Date/Meeting Date - 03/03/2000 - 04/11/2000 dated Feb. 9, 2000
News Release - Advance Notice of AGM ** dated Feb. 14, 2000
- Magna Entertainment Corp.**
Amended Preliminary Prospectus dated Feb. 8, 2000
Non-Offering Prospectus dated Feb. 14, 2000
French Amended Preliminary Prospectus dated Feb. 8, 2000
Prospectus/AIF Receipt - Alberta dated Feb. 15, 2000
French Prospectus/AIF Receipt - Quebec dated Feb. 11, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 15, 2000
Prospectus/AIF Receipt - NS dated Feb. 15, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 17, 2000
- Magna International Inc.**
Material Change Report - Other (Form 27) dated Feb. 15, 2000
News Release - Dividend Announced ** dated Feb. 14, 2000
- Magnesium Alloy Corporation**
News Release - Finances/New Financing ** dated Feb. 11, 2000
- Magnifoam Technology International Inc.**
Interim Financial Statements for 09 mn period ended Dec. 31, 1999
News Release - Financial Statement/Operating Results ** dated Feb. 15, 2000
- Mainstreet Equity Corp.**
Interim Financial Statements for 03 mn period ended Dec. 31, 1999
News Release - Financial Statement/Operating Results ** dated Feb. 15, 2000
- Major General Resources Ltd.**
Material Change Report - Other (Form 27) dated Feb. 10, 2000
News Release - Progress Report ** dated Feb. 10, 2000
- Malette Quebec Inc.**
Report of Acquisition (Reg. S-101) dated Feb. 4, 2000
Material Change Report - Other (Form 27) dated Feb. 11, 2000
- Mandate National Mortgage Corporation**
News Release - Dividend Announced ** dated Feb. 10, 2000
- Manhattan Minerals Corp.**
News Release - Assay Results ** dated Feb. 14, 2000
- Mano River Resources Inc.**
News Release - Finances/New Financing ** dated Feb. 9, 2000
- Maple Leaf Warrant Corporation**
Certificate of Mailing ** dated Feb. 10, 2000
- Maple Minerals Inc.**
Audited Annual Financial Statement Sep. 30, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Feb. 9, 2000
News Release - Financial Statement/Operating Results ** dated Feb. 11, 2000
News Release - Stock Option Notice ** dated Feb. 3, 2000
News Release - Share/Stock/Debtenture Information ** dated Jan. 31, 2000
- Maracote International Resources Inc.**
News Release - New Listing/Delisting ** dated Feb. 14, 2000
News Release - Progress Report ** dated Feb. 11, 2000
- Marathon Foods Inc.**
Material Change Report - Other (Form 27) dated Feb. 7, 2000
- MARATHON PERFORMANCE GROUP OF FUNDS**
Prospectus/AIF Receipt - Sask. dated Feb. 7, 2000
- Marconi plc**
Share Plan dated Feb. 11, 2000
- The Maritime Life Assurance Company**
Annual Report Dec. 31, 1999
News Release - Financial Statement/Operating Results ** dated Feb. 9, 2000
- Mark's Work Wearhouse Ltd.**
Report of Acquisition (Reg. S-101) dated Feb. 9, 2000
- MarkeTVision Direct Inc.**
Material Change Report - Other (Form 27) dated Feb. 8, 2000
Initial Annual Information Form (NP 47) dated Jan. 26, 2000
News Release - Finances/New Financing ** dated Feb. 8, 2000
- Marl Resources Corp.**
Record Date/Meeting Date - 03/06/2000 - 04/10/2000 dated Feb. 14, 2000
- Marlin Developments Ltd.**
Record Date/Meeting Date - March 14/2000 - April 25/2000 dated Feb. 14, 2000
- Marquest Balanced Fund #505**
Private Placement (Form 45-501F1) dated Jan. 18, 2000
- Marquest Canadian Equity Growth Fund #501**
Private Placement (Form 45-501F1) dated Jan. 18, 2000
- Marquest US Equity Growth Fund #502**
Private Placement (Form 45-501F1) dated Jan. 18, 2000
- Marriott International, Inc.**
Record Date/Meeting Date - dated Feb. 14, 2000
- Mask Resources Inc.**
News Release ** Adding Filing Juris. dated Feb. 11, 2000
News Release - Advance Notice of AGM ** dated Feb. 14, 2000
News Release ** Adding Filing Juris. dated Feb. 11, 2000
News Release ** Adding Filing Juris. dated Feb. 11, 2000
- Masuparia Gold Corporation**
Material Change Report - Other (Form 27) dated Feb. 8, 2000
News Release - Acquisition ** dated Feb. 7, 2000

Matamec Explorations Inc.

Interim Financial Statements for 09 mn period ended Sep. 30, 1999

French Certificate of Mailing ** dated Feb. 11, 2000

Matco Ravary Inc.

Annual Report Oct. 31, 1999

Audited Annual Financial Statement Oct. 31, 1999

Annual Report Oct. 31, 1999

Management Discussion and Analysis dated Oct. 31, 1999

Mawer World Investment Fund

Ruling/Order/Reasons - Ontario dated Feb. 11, 2000

Maxx Petroleum Ltd.

News Release - Change of Directors/Officers** dated Feb. 8, 2000

Mazaruni Minerals Inc.

News Release - C.T.O.-Cease Trade Order ** Expiry Letter dated Feb. 4, 2000

MC2 Learning Systems Inc.

News Release - Finances/New Financing ** dated Feb. 8, 2000

McCarthy Corporation PLC

Record Date/Meeting Date - February 21, 2000/March 27, 2000 dated Feb. 7, 2000

McLaren Resources Inc.

Private Company Gone Public** dated Jan. 11, 2000

McLean Budden American Equity Growth Fund

Preliminary Simplified Prospectus & AIF dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 9, 2000

McLean Budden Balanced Growth Fund

Preliminary Simplified Prospectus & AIF dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 9, 2000

McLean Budden Canadian Equity Growth Fund

Preliminary Simplified Prospectus & AIF dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 9, 2000

McLean Budden Canadian Equity Value Fund

Preliminary Simplified Prospectus & AIF dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 9, 2000

McLean Budden Fixed Income Fund

Preliminary Simplified Prospectus & AIF dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 9, 2000

McLean Budden International Equity Growth Fund

Preliminary Simplified Prospectus & AIF dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 9, 2000

McLean Budden Managed Funds

Preliminary Simplified Prospectus & AIF dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 9, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 9, 2000

McLean Budden Money Market Fund

Preliminary Simplified Prospectus & AIF dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 9, 2000

McWatters Mining Inc.

Management Proxy Materials dated Jan. 28, 2000

Rights Offering dated Feb. 8, 2000

Certificate of Mailing ** dated Feb. 14, 2000

Record Date/Meeting Date - 03/22/2000 - 04/26/2000 dated Feb. 15, 2000

MDSI Mobile Data Solutions Inc.

News Release - Progress Report ** dated Feb. 1, 2000

News Release - Technology Update ** dated Feb. 3, 2000

News Release - Technology Update ** dated Feb. 7, 2000

MEC Holdings (Canada) Inc.

Amended Preliminary Prospectus dated Feb. 8, 2000

Non-Offering Prospectus dated Feb. 14, 2000

Prospectus/AIF Receipt - Alberta dated Feb. 15, 2000

Prospectus/AIF Receipt - NS dated Feb. 15, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 15, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 9, 2000

Mecca Medi-Tech Inc.

Prospectus/AIF Receipt - BC dated Feb. 9, 2000

Med Net International Ltd.

News Release - Issuer Bid ** dated Feb. 9, 2000

MediSolution Ltd.

News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000

Medius Communications Inc.

News Release - C.T.O.-Cease Trade Order ** Expiry Letter dated Feb. 4, 2000

Medmira Inc.

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 31, 2000

Amended Record Date/Meeting Date - Feb 4 / March 13 dated Feb. 15, 2000

Megawheels.com Inc.

Prospectus Material dated Feb. 10, 2000

Prospectus Material dated Feb. 11, 2000

Prospectus Material dated Feb. 10, 2000

Prospectus dated Feb. 10, 2000

Prospectus/AIF Receipt - Alberta dated Feb. 11, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 11, 2000

Meridex Network Corporation

Material Change Report - Other (Form 27) dated Feb. 9, 2000

News Release - Progress Report ** dated Feb. 10, 2000

Notice of Filing Annual Information Form dated Feb. 15, 2000

News Release - Development~ Land/Project/Product ** dated Feb. 15, 2000

News Release - Progress Report ** dated Feb. 10, 2000

News Release - Stock Option Notice ** dated Feb. 10, 2000

News Release - Acquisition ** dated Feb. 9, 2000

News Release - Acquisition ** dated Feb. 9, 2000

News Release - Development~ Land/Project/Product ** dated Feb. 9, 2000

News Release - Acquisition ** dated Feb. 9, 2000

Meridian Resources Inc.

Material Change Report - Other (Form 27) dated Feb. 14, 2000

Merrill Lynch & Co., Inc.

News Release - Progress Report ** dated Feb. 8, 2000

News Release - Share/Stock/Debenture Information ** dated Feb. 1, 2000

Change of Address ** dated Feb. 10, 2000

News Release - Dividend Announced ** dated Jan. 24, 2000

Merrill Lynch Global Sectors Fund

Ruling/Order/Reasons - Ontario dated Feb. 11, 2000

Merrill Lynch® Funds

Ruling/Order/Reasons dated Feb. 11, 2000

Metallica Resources Inc.

Material Change Report - Other (Form 27) dated Feb. 15, 2000

Meteor Technologies Inc.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

News Release - Progress Report ** dated Feb. 11, 2000

Mezuma Inc.

Audited Annual Financial Statement Aug. 31, 1999

Audited Annual Financial Statement Aug. 31, 1999

Interim Financial Statements for 03 mn period ended Nov. 30, 1999

Interim Financial Statements for 03 mn period ended Nov. 30, 1999

MGI Software Corp.

Private Placement (Form 45-501F1) dated Jan. 28, 2000

Microcell Telecommunications Inc.

Audited Annual Financial Statement Dec. 31, 1999

Interim Financial Statements for 12 mn period ended Dec. 31, 1999

Application Pursuant to Section 74 of the Securities Act 140/00 dated Feb. 4, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000

French News Release - Agreement ** dated Feb. 14, 2000

French News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000

News Release - Agreement ** dated Feb. 14, 2000

Microforum Inc.

Material Change Report - Other (Form 27) dated Feb. 14, 2000

Revised Annual Information Form (NP 47) dated July 8, 1999

Initial Annual Information Form (NP 47) dated July 8, 1999

Prospectus/AIF Receipt - Ontario dated Feb. 15, 2000

Prospectus/AIF Receipt - Manitoba dated Feb. 15, 2000

News Release - Acquisition ** dated Feb. 3, 2000

News Release - Progress Report ** dated Feb. 14, 2000

News Release - Finances/New Financing ** dated Feb. 10, 2000

Micrologix Biotech Inc.

News Release - Progress Report ** dated Feb. 15, 2000

Microtec Enterprises Inc.

Issuer Bid Circular dated Jan. 31, 2000

Middlefield Growth Fund Limited

Form 38 dated Jan. 21, 2000

Mighty Beaut Minerals Inc.

News Release - Share/Stock/Debenture Information ** dated Feb. 9, 2000

MILLENNIUM EQUITIES LIMITED

Notice of Intent to Sell Securities (Form 23) dated Jan. 12, 2000

The Millennium Network Corporation

News Release - Change of Directors/Officers** dated Feb. 15, 2000

Millstream Mines Limited

Material Change Report - Other (Form 27) dated Feb. 4, 2000

News Release - Share/Stock/Debenture Information ** dated Feb. 4, 2000

Milltronics Ltd.

Takeover Bid Circular - Other - Cash dated Feb. 4, 2000

Certificate of Mailing ** dated Feb. 9, 2000

Minacs Worldwide Inc.

Correction News Release - Finances/New Financing ** dated Feb. 11, 2000

Corrected News Release - Finances/New Financing ** dated Feb. 11, 2000

News Release - Finances/New Financing ** dated Feb. 11, 2000

Minaterra Minerals Ltd.

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 1, 2000

News Release - Consolidation/Name Change ** dated Feb. 15, 2000

Mirage Resource Corporation

Record Date/Meeting Date - 02/21/2000 - 03/29/2000
dated Feb. 15, 2000

Miranda, Mario A.

Notice of Hearing dated Feb. 9, 2000

MLB Industries Inc.

Record Date/Meeting Date - March 13 / April 27 dated
Feb. 14, 2000

Mobile Computing Corporation

News Release - Letter of Intent ** dated Feb. 9, 2000

Module Resources Incorporated

Record Date/Meeting Date - 03/16/2000 - 04/28/2000
dated Feb. 14, 2000

Moffat Communications Limited

Initial Annual Information Form (NP 47) dated Jan. 31,
2000

News Release - Progress Report ** dated Feb. 7,
2000

Molson Inc.

Interim Financial Statements for 09 mn period ended
Dec. 31, 1999

News Release - Stock Option Notice ** dated Feb. 4,
2000

News Release - Stock Option Notice ** dated Feb. 4,
2000

Molycor Gold Corp.

News Release - Progress Report ** dated Feb. 14,
2000

Monarch Development Corporation

Interim Financial Statements for 12 mn period ended
Dec. 31, 1999

News Release - Financial Statement/Operating
Results ** dated Feb. 15, 2000

Mondev Senior Living Inc.

Articles of Amendment dated Jan. 11, 2000

Moneysworth & Best Shoe Care Inc.

News Release - Financial Statement/Operating
Results ** dated Feb. 10, 2000

Monogram Balanced Conservative Fund

Private Placement (Form 45-501F1) dated Jan. 25,
2000

Monogram Balanced Growth Fund

Private Placement (Form 45-501F1) dated Jan. 25,
2000

Monogram Canadian Balanced Fund

Private Placement (Form 45-501F1) dated Jan. 25,
2000

Monogram Canadian Balanced Growth Fund

Private Placement (Form 45-501F1) dated Jan. 25,
2000

Monogram Canadian Conservative Equity Fund

Private Placement (Form 45-501F1) dated Jan. 25,
2000

Monogram Canadian Equity Fund

Private Placement (Form 45-501F1) dated Jan. 25,
2000

Monogram Canadian Income Fund

Private Placement (Form 45-501F1) dated Jan. 25,
2000

Monogram Conservative Equity Fund

Private Placement (Form 45-501F1) dated Jan. 25,
2000

Monogram Growth Equity Fund

Private Placement (Form 45-501F1) dated Jan. 25,
2000

Monte Cristo Capital Inc.

Information Circular/Proxy/Notice of Meeting - Other
dated Feb. 7, 2000

Change of Auditors (Policy 31) dated Feb. 7, 2000

Montello Resources Ltd.

Annual Information Form (Policy 5.10) dated Jan. 31,
2000

Montrusco Bolton Inc.

Record Date/Meeting Date - 03/22/2000 - 04/26/2000
dated Feb. 14, 2000

Morgain Minerals Inc.

News Release - Progress Report ** dated Feb. 10,
2000

Mortice Kern Systems Inc.

Notice of Intent to Sell Securities (Form 23) dated
Feb. 4, 2000

News Release - Share/Stock/Debenture Information
** dated Jan. 24, 2000

News Release - Stock Option Notice ** dated Jan. 31,
2000

Mosaic Technologies Corporation

News Release - Progress Report ** dated Feb. 14,
2000

Mosaid Technologies Incorporated

Private Placement (Form 45-501F1) dated Dec. 16,
1999

Mosquito Consolidated Gold Mines Limited

Material Change Report - Other (Form 27) dated Feb.
7, 2000

News Release - Stock Option Notice ** dated Feb. 7,
2000

Moss Resources Inc.

Record Date/Meeting Date - March 1 / March 30
dated Feb. 9, 2000

Record Date/Meeting Date - March 11/2000 - March
30/2000 dated Feb. 11, 2000

Mount Dakota Energy Corp.

News Release - Progress Report ** dated Feb. 15,
2000

MPL Communications Inc.

Prospectus Material dated Feb. 8, 2000

Prospectus Material dated Feb. 8, 2000

Prospectus dated Feb. 14, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 14, 2000

Prospectus/AIF Receipt - Alberta dated Feb. 14, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 14, 2000

MSV Resources Inc.

Amendment No.2 Record Date/Meeting Date - Feb
11 / March 24 dated Feb. 9, 2000

Multi-Asset, Multi-Style, Multi-Manager Pools, The

French Prospectus/AIF Receipt - Quebec dated Feb.
10, 2000

French Prospectus/AIF Receipt - Quebec dated Feb.
10, 2000

Multiactive Software Inc.

Material Change Report - Other (Form 27) dated Feb.
7, 2000

Record Date/Meeting Date - 03/10/2000 - 04/18/2000
dated Feb. 2, 2000

Record Date/Meeting Date - March 10/2000 - April
18/2000 dated Feb. 14, 2000

Mulvihill First Premium Income Trust Group of Funds

Information Circular/Proxy/Notice of Meeting - Other
dated Jan. 21, 2000

Mulvihill Premium Group of Funds

Simplified Prospectus and AIF dated Feb. 8, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 8, 2000

Prospectus/AIF Receipt - Alberta dated Feb. 8, 2000

Prospectus/AIF Receipt - BC dated Feb. 8, 2000

Prospectus/AIF Receipt - NS dated Feb. 8, 2000

Prospectus/AIF Receipt - NB dated Feb. 8, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 8, 2000

Prospectus/AIF Receipt - PEI dated Feb. 8, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 8, 2000

Prospectus/AIF Receipt - NWT dated Feb. 8, 2000

Prospectus/AIF Receipt - Manitoba dated Feb. 8,
2000

Prospectus/AIF Receipt - Nunavut dated Feb. 8, 2000

Municipal Bankers Corporation

Audited Annual Financial Statement Oct. 31, 1999

Mustang Minerals Corp.

News Release - Assay Results ** dated Feb. 9, 2000

Names Explorations Inc.

Annual Report Sep. 30, 1999

Audited Annual Financial Statement Sep. 30, 1999
Management Discussion and Analysis dated Sep. 30,
1999

Information Circular/Proxy/Notice of Meeting - Other
dated Feb. 4, 2000

French Certificate of Mailing ** dated Feb. 10, 2000

French Certificate of Mailing ** dated Feb. 10, 2000

French Certificate of Mailing ** dated Feb. 10, 2000

French Certificate of Mailing ** dated Feb. 10, 2000

Namibian Minerals Corporation

Material Change Report - Other (Form 27) dated Feb.
11, 2000

News Release - Development- Land/Project/Product
** dated Feb. 11, 2000

News Release - Progress Report ** dated Feb. 11,
2000

Napier International Technologies Inc.

News Release - Progress Report ** dated Feb. 10,
2000

Nar Resources Ltd.

Annual Report Aug. 31, 1999

National Bank Financial Corp.

Ruling/Order/Reasons dated Feb. 11, 2000

National Bank Global Equity Fund

Ruling/Order/Reasons -#1132/99 dated Jan. 28, 2000

National Bank Global Equity RSP Fund

Ruling/Order/Reasons -#1132/99 dated Jan. 28, 2000

National Bank of Canada

Annual Report Oct. 31, 1999

Audited Annual Financial Statement Oct. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other
dated Jan. 27, 2000

Management Discussion and Analysis dated Oct. 31,
1999

Annual Information Form (Policy 5.10) dated Feb. 10,
2000

National Bank Securities Inc.

Ruling/Order/Reasons -#1132/99 dated Jan. 28, 2000

National Electronic Technologies Corp.

Articles of Amendment dated Feb. 8, 2000

Natraceuticals Inc.

News Release - Agreement ** dated Feb. 14, 2000

News Release - Name Change ** dated Feb. 11,
2000

Navigator Exploration Corp.

News Release - Letter of Intent ** dated Feb. 10,
2000

NBS Technologies Inc.

Annual Report Sep. 30, 1999

Audited Annual Financial Statement Sep. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other
dated Feb. 7, 2000

Annual Information Form (Policy 5.10) dated Feb. 7,
2000

Management Discussion and Analysis dated Sep. 30,
1999

Nesbitt Burns Inc.

Application -#146/00 dated Feb. 7, 2000

Net Resources Inc.

Information Circular/Proxy/Notice of Meeting - Other
dated Feb. 8, 2000

Net-Quote.Com Inc.

Audited Annual Financial Statement Sep. 30, 1999

NetScout Capital Corp.

News Release - Finances/New Financing ** dated
Feb. 15, 2000

Neuro-Biotech Corporation

News Release - Stock Option Notice ** dated Feb. 8, 2000

Nevada Pacific Gold Ltd.

News Release - Development- Land/Project/Product ** dated Feb. 10, 2000

Nevada Star Resource Corp.

News Release - Development- Land/Project/Product ** dated Feb. 15, 2000

New Energy West Corporation

News Release - Agreement ** dated Feb. 15, 2000

New Island Resources Inc.

Interim Financial Statements for 06 mn period ended Dec. 31, 1999

New Millennium Metals Corporation

Prospectus/AIF Receipt - BC dated Feb. 9, 2000

The New Providence Development Company Limited

Merger/Amalgamation/Arrangement dated Jan. 21, 2000

Newfoundland Capital Corporation Limited

News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000

Newfoundland Power Inc.

Record Date/Meeting Date - March 10, 2000/April 19, 2000 dated Feb. 8, 2000

News Release - Dividend Announced ** dated Feb. 10, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

News Release - Dividend Announced ** dated Feb. 10, 2000

Nexfor Inc.

Record Date/Meeting Date - March 10/2000 - April 27/2000 dated Feb. 11, 2000

Nexttrip.Com Travel Inc.

Material Change Report - Other (Form 27) dated Feb. 15, 2000

News Release - Acquisition ** dated Feb. 15, 2000

NHC Communications Inc.

French News Release - Progress Report ** dated Feb. 15, 2000

News Release - Progress Report ** dated Feb. 15, 2000

Nickelodeon Minerals Inc.

Material Change Report - Other (Form 27) dated Feb. 15, 2000

News Release - Stock Option Notice ** dated Feb. 10, 2000

Niko Resources Ltd.

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

Noble House Communications Inc.

News Release - Progress Report ** dated Feb. 8, 2000

Nora Exploration Inc.

News Release - Change of Directors/Officers** dated Feb. 10, 2000

Noranda Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 9, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 9, 2000

Record Date/Meeting Date - March 10 / April 20 dated Feb. 14, 2000

Nortel Networks Corporation

News Release - Progress Report ** dated Feb. 11, 2000

News Release - Progress Report ** dated Feb. 11, 2000

North American Metals Corp.

News Release - Acquisition ** dated Feb. 11, 2000

North American Tungsten Corporation Ltd.

Audited Annual Financial Statement Sep. 30, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Feb. 10, 2000

Record Date/Meeting Date - February 10, 2000/March 24, 2000 dated Feb. 8, 2000

North Atlantic Nickel Corp.

News Release - New Listing/Delisting ** dated Feb. 15, 2000

Northern Continental Resources Inc.

News Release - Finances/New Financing ** dated Feb. 10, 2000

News Release - Stock Option Notice ** dated Jan. 20, 2000

Northern Telephone Limited

Record Date/Meeting Date - March 31 / May 11 dated Feb. 9, 2000

Northgate Exploration Limited

Material Change Report - Acquisition or Disposition of Assets dated Feb. 15, 2000

News Release - Acquisition ** dated Feb. 10, 2000

Nortran Pharmaceuticals Inc.

News Release - Progress Report ** dated Feb. 10, 2000

News Release - Technology Update ** dated Feb. 10, 2000

Nova Chemicals Corporation

Ruling/Order/Reasons #457/99 dated Feb. 11, 2000

Novadigm Inc.

Form 10Q for 09 mn period ended Dec. 31, 1999

NovaTech Power Corporation

News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000

Noveder Inc.

Change of Auditors (Policy 31) dated Jan. 31, 2000
Certificate of Mailing ** dated Feb. 15, 2000

NQL Drilling Tools Inc.

Material Change Report - Acquisition or Disposition of Assets dated Feb. 10, 2000

NTS Computer Systems Ltd.

News Release - Share/Stock/Debtenture Information ** dated Feb. 4, 2000

The Nu-Gro Corporation

News Release - Financial Statement/Operating Results ** dated Feb. 9, 2000

Nustar Resources Inc.

News Release - Agreement ** dated Feb. 15, 2000
News Release - Development- Land/Project/Product ** dated Feb. 15, 2000

Nutrilawn International Inc.

News Release - C.T.O.-Cease Trade Order ** Expiry Letter dated Feb. 4, 2000

Nuvo Network Management Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 11, 2000

Nycan Energy Corp.

News Release - Share/Stock/Debtenture Information ** dated Feb. 1, 2000

Nymox Pharmaceutical Corporation

French Report under s.115 Quebec Securities Act dated Feb. 9, 2000

O'Donnell World Equity Fund

Early Warning Report dated Feb. 9, 2000

O'Shaughnessy Canadian Equity Fund

Form 38 dated Jan. 31, 2000

Oceanus Water Purity Inc.

Audited Annual Financial Statement Sep. 30, 1999

OCI Communications Inc.

T.S.E. Material ** dated Nov. 4, 1999

ODAAT Inc.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

Information Circular/Proxy/Notice of Meeting - Other dated Oct. 25, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Oct. 25, 1999

News Release - Consolidation/Name Change ** dated Feb. 11, 2000

News Release - Consolidation/Name Change ** dated Feb. 11, 2000

Odessa Industries Inc.

News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000

Odyssey Resources Ltd.

Revised Audited Annual Financial Statement Dec. 31, 1998

Revised Interim Financial Statements for 06 mn period ended June 30, 1999

Revised Interim Financial Statements for 03 mn period ended Mar. 31, 1999

Revised Interim Financial Statements for 09 mn period ended Sep. 30, 1999

Oiltek Resources Ltd.

News Release - Development- Land/Project/Product ** dated Feb. 10, 2000

Okak Bay Resources Ltd.

Interim Financial Statements for 09 mn period ended Dec. 31, 1999

News Release - Progress Report ** dated Feb. 15, 2000

News Release - Change of Directors/Officers** dated Feb. 9, 2000

Omni Resources Inc.

News Release - Filing Fees dated Feb. 9, 2000

Oncolytics Biotech Inc.

Audited Annual Financial Statement Dec. 31, 1999
Material Change Report - Other (Form 27) dated Feb. 9, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 11, 2000

Certificate of Mailing ** dated Feb. 14, 2000

OnSat.net Canada Inc.

News Release - Progress Report ** dated Feb. 9, 2000

Ontario Teachers' Group Dividend Fund

Simplified Prospectus and AIF dated Jan. 31, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 10, 2000

The Ontario Teachers' Group Funds

Simplified Prospectus and AIF dated Jan. 31, 2000
Amended Simplified Prospectus and AIF dated Jan. 31, 2000

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 10, 2000

The Ontario Teachers' Group Global Value Fund

Amended Simplified Prospectus and AIF dated Jan. 31, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Ontario Teachers' Group Investment Fund - Balanced Section

Amended Simplified Prospectus and AIF dated Jan. 31, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

The Ontario Teachers' Group Investment Fund

Amended Simplified Prospectus and AIF dated Jan. 31, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Ontario Teachers' Group Investment Fund-Diversified Section

Amended Simplified Prospectus and AIF dated Jan. 31, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

- Ontario Teachers' Group Investment Fund-Fixed Value Section**
Amended Simplified Prospectus and AIF dated Jan. 31, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000
- Ontario Teachers' Group Investment Fund-Mtge Income Section**
Amended Simplified Prospectus and AIF dated Jan. 31, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000
- Open Text Corporation**
Form 10Q for 06 mn period ended Dec. 31, 1999
Interim Financial Statements for 06 mn period ended Dec. 31, 1999
News Release - Progress Report ** dated Feb. 14, 2000
News Release - Change of Directors/Officers** dated Feb. 9, 2000
- OPTIMA STRATEGY GROUP OF FUNDS (No. 3)**
Prospectus/AIF Receipt - Nunuvut dated Jan. 31, 2000
- The Options Clearing Corporation**
Form 8 dated Jan. 31, 2000
- Orcatron Communications Ltd.**
News Release - Agreement ** dated Feb. 8, 2000
- Oriole Systems Inc.**
News Release - Share/Stock/Debenture Information ** dated Feb. 7, 2000
- Orion Resource Corporation**
News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000
- OSC-RFC/55-101 National Instrument and Compliance Policy**
Canadian Bankers Association Submission for Request for Comment dated Oct. 22, 1999
- OSF Inc.**
T.S.E. Notice to Members ** dated Feb. 1, 2000
News Release - Takeover Bid ** dated Feb. 9, 2000
News Release - Takeover Bid ** dated Feb. 14, 2000
- Osprey Energy Ltd.**
News Release - Progress Report ** dated Feb. 10, 2000
- Oxbow Equities Corp.**
News Release - Acquisition ** dated Feb. 14, 2000
- Oxford Properties Group Inc.**
News Release - Joint Venture ** dated Feb. 10, 2000
- Pacific Bay Minerals Ltd.**
News Release - Stock Option Notice ** dated Feb. 14, 2000
News Release - Progress Report ** dated Feb. 15, 2000
- Pacific Cassiar Limited**
News Release - Share/Stock/Debenture Information ** dated Feb. 4, 2000
- Pacific E-Link Corporation**
News Release - Finances/New Financing ** dated Feb. 14, 2000
- Pacific Northern Gas Ltd.**
News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000
- Pacific Northwest Capital Corp.**
News Release - Finances/New Financing ** dated Feb. 7, 2000
- Pacific Vista Industries Inc.**
News Release - C.T.O.-Cease Trade Order ** dated Feb. 3, 2000
- Pacifica Papers Inc.**
Interim Financial Statements for 12 mn period ended Dec. 31, 1999
Certificate of Mailing ** dated Feb. 9, 2000
News Release - Financial Statement/Operating Results ** dated Feb. 9, 2000
- Certificate of Mailing ** dated Feb. 9, 2000
- PacWest Ventures Ltd.**
Preliminary Prospectus dated Feb. 9, 2000
News Release - Finances/New Financing ** dated Feb. 11, 2000
Prospectus/AIF Receipt - Sask. dated Feb. 10, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 10, 2000
- Paladin Labs Inc.**
News Release - Development- Land/Project/Product ** dated Feb. 9, 2000
- Pan American Silver Corp.**
Material Change Report - Other (Form 27) dated Feb. 10, 2000
News Release - Assay Results ** dated Feb. 9, 2000
- Pan Pacific U.S. Shopping Center I Limited Partnership**
Certificate of Mailing ** dated Feb. 8, 2000
News Release - Appraisal Filed dated Jan. 4, 2000
- PanAtlas Energy Inc.**
News Release - Acquisition ** dated Feb. 10, 2000
- Pangea Goldfields Inc.**
News Release - Progress Report ** dated Feb. 14, 2000
- Panoramic Care Systems, Inc.**
Material Change Report - Other (Form 27) dated Jan. 31, 2000
- Panterra Minerals Inc.**
Material Change Report - Other (Form 27) dated Feb. 2, 2000
- Paperboard Industries International Inc.**
Record Date/Meeting Date - 03/17/2000 - 03/04/2000 dated Feb. 11, 2000
- Parkcrest Explorations Ltd.**
Information Circular/Proxy/Notice of Meeting - Other dated Feb. 1, 2000
Certificate of Mailing ** dated Feb. 9, 2000
- Patchgear.com Inc.**
Material Change Report - Other (Form 27) dated Feb. 1, 2000
Material Change Report - Other (Form 27) dated Feb. 1, 2000
News Release - Finances/New Financing ** dated Feb. 1, 2000
News Release - Agreement ** dated Jan. 31, 2000
- Patricia Mining Corp.**
Material Change Report - Other (Form 27) dated Feb. 7, 2000
- Patrician Gold Mines Ltd.**
News Release - Development- Land/Project/Product ** dated Feb. 7, 2000
- Patriot Equities Corporation**
News Release - New Listing/Delisting ** dated Feb. 9, 2000
- PCS Wireless, Inc.**
News Release - Progress Report ** dated Feb. 9, 2000
- Peace Arch Entertainment Group Inc.**
News Release - Progress Report ** dated Feb. 4, 2000
- Peachtree Network Inc.**
Prospectus/AIF Receipt - Sask. dated Feb. 3, 2000
- Peak Brewing Group Inc.**
Certificate of Mailing ** dated Feb. 9, 2000
- Pearl River Holdings Limited**
Notice of Intention to Make an Issuer Bid (Form 31) dated Feb. 14, 2000
- Pelangio-Larder Mines Limited**
Record Date/Meeting Date - March 6/2000 - April 10/2000 dated Feb. 11, 2000
- Pele Mountain Resources Inc.**
Notice of Intent to Sell Securities (Form 23) dated Feb. 1, 2000
News Release - Development- Land/Project/Product ** dated Feb. 10, 2000
- Pengrowth Energy Trust**
Record Date/Meeting Date - 03/10/2000 - 04/26/2000 dated Feb. 9, 2000
- Perkins Papers Ltd.**
Record Date/Meeting Date - 03/17/2000 - 04/26/2000 dated Feb. 11, 2000
- Perle Systems Limited**
News Release - Agreement ** dated Feb. 7, 2000
News Release - Agreement ** dated Feb. 14, 2000
- Peruvian Gold Limited**
News Release - Assay Results ** dated Feb. 10, 2000
- PetrolGlobe Inc.**
PRO Material dated Feb. 7, 2000
Preliminary Prospectus dated Feb. 7, 2000
Prospectus/AIF Receipt - Alberta dated Feb. 7, 2000
- Petromet Resources Limited**
Interim Financial Statements for 03 mn period ended Dec. 31, 1999
- Petromin Resources Ltd**
Material Change Report - Resignation of Director (s) dated Feb. 14, 2000
News Release - Change of Directors/Officers** dated Feb. 14, 2000
- Petrospec Technologies Inc.**
News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000
- PEYTO Exploration & Development Corp.**
Material Change Report - Acquisition or Disposition of Assets dated Feb. 4, 2000
News Release - Change of Directors/Officers** dated Feb. 9, 2000
News Release - Change of Directors/Officers** dated Feb. 9, 2000
- PFB Corporation**
News Release - Sales of Assets ** dated Feb. 8, 2000
- PH&N; North American Equity Fund**
Application Under the Mutual Reliance review System dated Jan. 28, 2000
- Phillips, Hager & North Balanced Fund**
Application Under the Mutual Reliance Review System dated Jan. 28, 2000
- Phillips, Hager & North Bond Fund**
Application Under the Mutual Reliance Review System dated Jan. 28, 2000
- Phillips, Hager & North Canadian Equity Fund**
Application Under the Mutual Reliance Review System dated Jan. 28, 2000
- Phillips, Hager & North Canadian Equity Plus Fund**
Application Under the Mutual Reliance Review System dated Jan. 28, 2000
- Phillips, Hager & North Canadian Equity Plus Pension Trust**
Application Under the Mutual Reliance Review System dated Jan. 28, 2000
Application Under the Mutual Reliance Review System dated Jan. 28, 2000
- Phillips, Hager & North Canadian Money Market Fund**
Application Under the Mutual Reliance Review System dated Jan. 28, 2000
- Phillips, Hager & North Dividend Income Fund**
Application Under the Mutual Reliance Review System dated Jan. 28, 2000
- Phillips, Hager & North Euro-Pacific Equity Fund**
Application Under the Mutual Reliance Review System dated Jan. 28, 2000

Phillips, Hager & North Investment Management Ltd.

Application Under the Mutual Reliance Review System dated Jan. 28, 2000

Phillips, Hager & North Investments Funds

Application Under the Mutual Reliance Review System dated Jan. 28, 2000

Phillips, Hager & North Short Term Bond & Mortgage Fund

Application Under the Mutual Reliance Review System dated Jan. 28, 2000

Phillips, Hager & North U.S. Equity Fund

Application Under the Mutual Reliance Review System dated Jan. 28, 2000

Phillips, Hager & North U.S. Money Market Fund

Application Under the Mutual Reliance Review System dated Jan. 28, 2000

Phillips, Hager & North Vintage Fund

Application Under the Mutual Reliance Review System dated Jan. 28, 2000

Application Under the Mutual Reliance Review System dated Jan. 28, 2000

Phoenix International Life Sciences Inc.

Renewal Annual Information Form (NP 47) dated Jan. 7, 2000

French Prospectus/AIF Receipt - Quebec dated Feb. 10, 2000

Prospectus/AIF Receipt - Manitoba dated Feb. 10, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 15, 2000

Prospectus/AIF Receipt - NS dated Feb. 15, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 14, 2000

PhotoChannel Networks Inc.

News Release - Progress Report ** dated Feb. 14, 2000

Pico Holdings, Inc.

Annual Report Feb. 11, 2000

PIH Pacific International Hardwoods Inc.

News Release - C.T.O.-Cease Trade Order ** dated Feb. 1, 2000

Pinetree Capital Corp.

News Release - Stock Option Notice ** dated Jan. 24, 2000

News Release - Acquisition ** dated Feb. 14, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 2, 2000

Placer Dome Inc.

Material Change Report - Other (Form 27) dated Feb. 9, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 1, 2000

Plaintree Systems Inc.

News Release - Contract ** dated Feb. 14, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 11, 2000

Planet Exploration Inc.

Interim Financial Statements for 09 mn period ended Dec. 31, 1999

Plata Mining Limited

News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000

News Release - C.T.O.-Cease Trade Order ** dated Feb. 10, 2000

Polymet Mining Corp.

Material Change Report - Other (Form 27) dated Feb. 8, 2000

Potash Corporation of Saskatchewan Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

Power Corporation of Canada

Amended Record Date/Meeting Date - April 7 / May 19 dated Feb. 10, 2000

Record Date/Meeting Date - April 7 / May 19 dated Feb. 8, 2000

Power Financial Corporation

Amended Record Date/Meeting Date - April 7 / May 18 dated Feb. 10, 2000

Record Date/Meeting Date - April 7 / May 18 dated Feb. 8, 2000

Amended Record Date/Meeting Date - April 7 / May 18 dated Feb. 10, 2000

Amended Record Date/Meeting Date - April 7 / May 18 dated Feb. 10, 2000

PPF International Corporation

News Release - Change of Directors/Officers** dated Feb. 9, 2000

Precision Drilling Corporation

News Release ** Conference Call dated Feb. 9, 2000

News Release - Share/Stock/Debtenture Information ** dated Feb. 10, 2000

Premium Global Income Fund

Simplified Prospectus and AIF dated Feb. 8, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 8, 2000

PRI Automation (Canada), Inc.

Form 10-K/A Sep. 30, 1999

Form 10-K Sep. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 4, 2000

Price Manufacturing Inc.

Material Change Report - Other (Form 27) dated Feb. 9, 2000

Material Change Report - Other (Form 27) dated Feb. 15, 2000

News Release - Change of Directors/Officers** dated Feb. 9, 2000

News Release - Progress Report ** dated Jan. 14, 2000

Primenet Communications Inc.

Material Change Report - Other (Form 27) dated Feb. 9, 2000

Prince Resource Corporation

Audited Annual Financial Statement Mar. 31, 1999

Record Date/Meeting Date - 03/06/2000 - 04/10/2000 dated Feb. 14, 2000

Printera Corporation

Annual Report Sep. 30, 1999

Audited Annual Financial Statement Sep. 30, 1999

Management Discussion and Analysis dated Sep. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 11, 2000

Annual Information Form (Policy 5.10) dated Feb. 11, 2000

Prism Resources Inc.

News Release - Share/Stock/Debtenture Information ** dated Feb. 14, 2000

Procyon Biopharma Inc.

News Release - Progress Report ** dated Feb. 10, 2000

Promax Energy Inc.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

News Release - Finances/New Financing ** dated Oct. 29, 1999

News Release - Progress Report ** dated Nov. 2, 1999

Proteus Environmental Inc.

News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000

Prydz, Mikael

Ruling/Order/Reasons dated Feb. 8, 2000

PSINet Inc.

Record Date/Meeting Date - dated Feb. 11, 2000

Pulse Data Inc.

News Release - Stock Option Notice ** dated Feb. 11, 2000

News Release - Progress Report ** dated Feb. 8, 2000

Punch! International Inc.

Rapport des verificateurs et etats financiers Apr. 30, 1999

QCC Technologies Inc.

Change of Auditors (Policy 31) dated Feb. 7, 2000

QLT Phototherapeutics Inc.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

News Release - Share/Stock/Debtenture Information ** dated Jan. 11, 2000

QSA Enterprise Fund

Private Placement (Form 45-501F1) dated Jan. 25, 2000

Offering Memorandum dated Dec. 7, 1999

Private Placement (Form 45-501F1) dated Jan. 17, 2000

Quadra Properties Corporation

Material Change Report - Other (Form 27) dated Feb. 10, 2000

News Release - Acquisition ** dated Dec. 10, 1999

Quaker Oats Company, The

Interim Financial Statements for 12 mn period ended Dec. 31, 1999

QUANTIS FORMULATION INC.

Prospectus/AIF Receipt - Quebec dated Feb. 9, 2000

Quebecor Inc.

Issuer Bid Circular dated Feb. 8, 2000

Quinto Mining Corp.

Annual Information Form (Policy 5.10) dated Feb. 10, 2000

R Split Corporation

Correspondence re. Application dated Dec. 8, 1999

R.J. Reynolds Tobacco Holdings, Inc.

Record Date/Meeting Date - dated Feb. 14, 2000

RADIUS EXPLORATIONS LTD.

News Release - Letter of Intent ** dated Feb. 7, 2000

News Release - Letter of Intent ** dated Feb. 7, 2000

RailWorks Corporation

Record Date/Meeting Date - 04/06/00 / 05/18/00 dated Feb. 7, 2000

Rainbow Petroleum Corp.

News Release - Development- Land/Project/Product ** dated Feb. 7, 2000

News Release - Progress Report ** dated Feb. 15, 2000

Ramarro Resources Inc.

Certificate of Mailing ** dated Feb. 10, 2000

Certificate of Mailing ** dated Feb. 10, 2000

Rampart Mercantile Inc.

Record Date/Meeting Date - 03/09/2000 - 04/14/2000 dated Feb. 11, 2000

News Release - Stock Option Notice ** dated Feb. 7, 2000

News Release - Letter of Intent ** dated Feb. 11, 2000

Range Petroleum Corporation

Private Placement (Form 45-501F1) dated Jan. 10, 2000

Ranger Oil Limited

News Release - Progress Report ** dated Feb. 10, 2000

Raytec Capital Corp.

News Release - Progress Report ** dated Feb. 15, 2000

REALM Group Inc.

News Release - Change of Directors/Officers** dated Feb. 15, 2000

RECHERCHE 2000 INC.

Interim Financial Statements for 06 mn period ended Nov. 30, 1999

Red Sea Technologies Ltd.

News Release - Progress Report ** dated Feb. 11, 2000

Redmond Ventures Corp.

News Release - Stock Option Notice ** dated Feb. 15, 2000

Amended Certificate of Mailing ** dated Feb. 9, 2000

Redstar Resources Corp.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

News Release - Finances/New Financing ** dated Feb. 11, 2000

Regal Capital Planners Ltd.

Ruling/Order/Reasons dated Feb. 8, 2000

Regent Ventures Ltd.

News Release - Share/Stock/Debenture Information ** dated Feb. 10, 2000

Regional Cablesystems Inc.

Early Warning Report dated Feb. 14, 2000

Renaissance Energy Ltd.

Record Date/Meeting Date - 03/20/2000 - 05/03/2000 dated Feb. 11, 2000

Repadre Capital Corporation

News Release - Share/Stock/Debenture Information ** dated Feb. 10, 2000

REQUEST SEISMIC SURVEYS LTD.

News Release - Finances/New Financing ** dated Feb. 11, 2000

Research In Motion Limited

News Release - Progress Report ** dated Feb. 9, 2000

News Release - Agreement ** dated Feb. 8, 2000

Response Biomedical Corp.

Private Placement (Form 45-501F1) dated Jan. 28, 2000

Rex Diamond Mining Corporation

Report of Acquisition (Reg. S-101) dated Feb. 14, 2000

Material Change Report - Other (Form 27) dated Feb. 2, 2000

Record Date/Meeting Date - March 7/2000 - April 11/2000 dated Feb. 11, 2000

Corrected Record Date/Meeting Date - March 7 /April 11 dated Feb. 11, 2000

Rice Capital Management Plus Inc.

News Release - Finances/New Financing ** dated Feb. 14, 2000

News Release - Progress Report ** dated Feb. 9, 2000

Richmark Resources Ltd.

Interim Financial Statements for 09 mn period ended Nov. 30, 1999

Ridgeway Petroleum Corp.

News Release - Progress Report ** dated Feb. 10, 2000

Rimcon Inc.

Audited Annual Financial Statement Nov. 30, 1999

Rimfire Minerals Corporation

Material Change Report - Other (Form 27) dated Feb. 7, 2000

News Release - Acquisition ** dated Feb. 14, 2000

RioCan Real Estate Investment Trust

Audited Annual Financial Statement Dec. 31, 1999
Rapport des verificateurs et etats financiers Dec. 31, 1999

French News Release - Acquisition ** dated Feb. 9, 2000

News Release - Acquisition ** dated Jan. 10, 2000

News Release - Acquisition ** dated Feb. 10, 2000

News Release - Acquisition ** dated Feb. 9, 2000

RioSun Resources Corporation

Interim Financial Statements for 09 mn period ended Sep. 30, 1999

Interim Financial Statements for 06 mn period ended June 30, 1999

Certificate of Mailing ** dated Feb. 11, 2000

Certificate of Mailing ** dated Feb. 11, 2000

Riverstone Resources Inc.

Record Date/Meeting Date - March 8/2000 - April 14/2000 dated Feb. 11, 2000

Record Date/Meeting Date - 03/08/2000 - 04/14/2000 dated Feb. 9, 2000

Roberts Bay Resources Ltd

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 28, 2000

Rock Resources Inc.

News Release - Stock Option Notice ** dated Feb. 14, 2000

News Release - Development~ Land/Project/Product ** dated Feb. 11, 2000

Rockford Technology Corporation

News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000

RocRaven Resources Ltd.

Material Change Report - Other (Form 27) dated Jan. 25, 2000

News Release - Finances/New Financing ** dated Feb. 10, 2000

Roctest Ltd.

News Release - Progress Report ** dated Feb. 15, 2000

Rogers Cantel Mobile Communications Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

Rogers Communications Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

French News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

News Release - Agreement ** dated Feb. 14, 2000

News Release - Agreement ** dated Feb. 14, 2000

Rogers Sugar Income Fund

Certificate of Mailing ** dated Feb. 9, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 7, 2000

Rome Resources Ltd.

News Release - Development~ Land/Project/Product ** dated Feb. 11, 2000

Romios Gold Resources Inc.

Notice of Intent to Sell Securities (Form 23) dated Feb. 2, 2000

News Release - Development~ Land/Project/Product ** dated Feb. 9, 2000

RoNa Inc.

News Release - Agreement ** dated Feb. 7, 2000

Rothmans Inc.

Information Circular Materials dated Feb. 10, 2000

Material Change Report - Other (Form 27) dated Feb. 14, 2000

News Release - Agreement ** dated Feb. 4, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

News Release - Agreement ** dated Feb. 4, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

French News Release - Finances/New Financing ** dated Feb. 11, 2000

News Release - Finances/New Financing ** dated Feb. 11, 2000

Rotors West Helicopter Leasing Inc.

Record Date/Meeting Date - Feb. 11/2000 - March 24/2000 dated Feb. 14, 2000

Royal Balanced Fund

Form 38 dated Jan. 31, 2000

Royal Balanced Growth Fund

Form 38 dated Jan. 31, 2000

Royal Canadian Equity Fund

Form 38 dated Jan. 31, 2000

Royal Canadian Index Fund

Form 38 dated Jan. 31, 2000

Royal Canadian Value Fund

Form 38 dated Jan. 31, 2000

Royal Laser Tech Corporation

News Release - Takeover Bid ** dated Feb. 8, 2000

Royal Mutual Funds Inc.

Form 38 dated Jan. 31, 2000

Form 38 dated Jan. 31, 2000

Royal Premium Canadian Index Fund

Form 38 dated Jan. 31, 2000

Royal Select Managers Aggressive Growth Portfolio

Application dated Feb. 11, 2000

Preliminary Simplified Prospectus & AIF dated Feb. 11, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 14, 2000

Royal Select Managers Balanced Portfolio

Application dated Feb. 11, 2000

Preliminary Simplified Prospectus & AIF dated Feb. 11, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 14, 2000

Royal Select Managers Growth Portfolio

Application dated Feb. 11, 2000

Preliminary Simplified Prospectus & AIF dated Feb. 11, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 14, 2000

Royal Select Managers Income Portfolio

Application dated Feb. 11, 2000

Preliminary Simplified Prospectus & AIF dated Feb. 11, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 14, 2000

Royal Select Managers Portfolios

Application dated Feb. 11, 2000

Preliminary Simplified Prospectus & AIF dated Feb. 11, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 14, 2000

Prospectus/AIF Receipt - NWT dated Feb. 14, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 14, 2000

French Prospectus/AIF Receipt - Quebec dated Feb. 14, 2000

Prospectus/AIF Receipt - NS dated Feb. 14, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 14, 2000

Royal Trust Company The

Private Placement (Form 45-501F1) dated Jan. 7, 2000

Private Placement (Form 45-501F1) dated Jan. 28, 2000

Royop Properties Corporation

News Release - Progress Report ** dated Feb. 10, 2000

RSP North American Technology Trust, 2000 Portfolio

Simplified Prospectus and AIF dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

RSP Pharmaceutical Trust, 2000 Portfolio

Simplified Prospectus and AIF dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000

Rubicon Minerals Corporation

News Release - Share/Stock/Debenture Information ** dated Feb. 14, 2000

News Release - Development~ Land/Project/Product ** dated Feb. 15, 2000

Snowfield Resources Ltd.

News Release - Agreement ** dated Feb. 15, 2000

SNV GROUP LTD.

Material Change Report - Other (Form 27) dated Feb. 10, 2000

News Release - Finances/New Financing ** dated Feb. 10, 2000

Societe Generale

News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000

News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000

Sodisco-Howden Group Inc.

News Release - Progress Report ** dated Feb. 9, 2000

News Release - Progress Report ** dated Feb. 10, 2000

News Release - Progress Report ** dated Feb. 10, 2000

News Release - Progress Report ** dated Feb. 9, 2000

News Release - Progress Report ** dated Feb. 9, 2000

SoftCare EC.com Inc.

News Release - Progress Report ** dated Feb. 10, 2000

SOFTWARE CONTROL SYSTEMS INTERNATIONAL INC.

Material Change Report - Other (Form 27) dated Feb. 11, 2000

News Release - C.T.O.-Cease Trade Order ** dated Feb. 10, 2000

Soligen Technologies Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000

Solitaire Minerals Corp.

Change of Auditors (Policy 31) dated Feb. 10, 2000

News Release - Assay Results ** dated Feb. 9, 2000

South-Malartic Exploration Inc.

News Release - Development- Land/Project/Product ** dated Feb. 9, 2000

Southern Rio Resources Ltd.

Annual Information Form (Policy 5.10) dated Jan. 28, 2000

Southwestern Gold Corporation

News Release - Finances/New Financing ** dated Feb. 14, 2000

Sovereign Chief Ventures Ltd.

News Release - Development- Land/Project/Product ** dated Feb. 15, 2000

Sparling Capital Corporation

News Release - Acquisition ** dated Feb. 10, 2000

Sparta Capital Ltd.

Audited Annual Financial Statement Sep. 30, 1999

News Release - Stock Option Notice ** dated Feb. 14, 2000

Spartacus Capital Inc.

News Release - Agreement ** dated Feb. 14, 2000

News Release - Agreement ** dated Feb. 9, 2000

Sparton Resources Inc.

News Release - Stock Option Notice ** dated Feb. 10, 2000

Spectra Inc.

Notice of Intent to Sell Securities (Form 23) dated Jan. 17, 2000

Notice of Intent to Sell Securities (Form 23) dated Jan. 17, 2000

Notice of Intent to Sell Securities (Form 23) dated Jan. 28, 2000

Notice of Intent to Sell Securities (Form 23) dated Jan. 28, 2000

Notice of Intent to Sell Securities (Form 23) dated Jan. 28, 2000

Notice of Intent to Sell Securities (Form 23) dated Jan. 28, 2000

Spectra Premium Industries Inc.

French Report under s.115 Quebec Securities Act dated Feb. 9, 2000

French Prospectus/AIF Receipt - Quebec dated Feb. 10, 2000

Spectral Diagnostics Inc.

News Release - Progress Report ** dated Feb. 15, 2000

Spectrum Signal Processing Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 14, 2000

Spectrum United Savings Fund

Statement of Portfolio Transactions Sep. 30, 1999

SPEQ Alliance Medical Inc.

French Certificate of Mailing ** dated Feb. 9, 2000

Certificate of Mailing ** dated Feb. 9, 2000

SPEQ FRACO INC.

Record Date/Meeting Date - 02/23/2000 - 03/30/2000 dated Feb. 9, 2000

SPEQ Punch! Inc.

Rapport des verificateurs et etats financiers Apr. 30, 1999

SR Telecom Inc.

News Release - Share/Stock/Debenture Information ** dated Feb. 4, 2000

News Release - Contract ** dated Feb. 8, 2000

Record Date/Meeting Date - March 10, 2000/April 20, 2000 dated Feb. 8, 2000

St Elias Mines Ltd

News Release - Finances/New Financing ** dated Feb. 15, 2000

ST. ANTHONY'S RESOURCES INC.

News Release - Finances/New Financing ** dated Feb. 14, 2000

St. Laurent Paperboard Inc.

Record Date/Meeting Date - March 24 / May 4 dated Feb. 8, 2000

St. Lawrence Cement Group Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 7, 2000

Standard Life Mutual Funds

Prospectus/AIF Receipt - NS dated Feb. 2, 2000

Prospectus/AIF Receipt - Nfld. dated Feb. 9, 2000

Stantec Inc.

News Release - Acquisition ** dated Feb. 15, 2000

Starpoint Goldfields Inc.

News Release - Finances/New Financing ** Amended dated Feb. 9, 2000

News Release - Change of Directors/Officers** dated Feb. 9, 2000

News Release - Finances/New Financing ** dated Feb. 9, 2000

News Release - Finances/New Financing ** dated Feb. 9, 2000

Record Date/Meeting Date - 03/13/2000 - 04/17/2000 dated Feb. 10, 2000

News Release - Progress Report ** dated Feb. 11, 2000

Stelco Inc.

Interim Financial Statements for 12 mn period ended Dec. 31, 1999

News Release - Stock Option Notice ** dated Jan. 31, 2000

Stella-Jones Inc.

Record Date/Meeting Date - March 24, 2000/May 2, 2000 dated Feb. 9, 2000

Stellarton Energy Corporation

News Release - Progress Report ** dated Feb. 8, 2000

Strategic Value Corporation

Record Date/Meeting Date - 03/14/2000 - 04/25/2000 dated Feb. 10, 2000

Stratos Global Corporation

News Release - Financial Statement/Operating Results ** dated Feb. 9, 2000

StressGen Biotechnologies Corp.

Material Change Report - Other (Form 27) dated Feb. 8, 2000

Early Warning Report dated Feb. 10, 2000

Strikezone Minerals (Canada) Ltd.

News Release - C.T.O.-Cease Trade Order ** dated Feb. 2, 2000

Summit Resources Limited

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

Summo Minerals Corporation

News Release - Progress Report ** dated Feb. 14, 2000

Sumtra Diversified Inc.

News Release - Stock Option Notice ** dated Jan. 26, 2000

Suncor Energy Inc.

Form 6-K dated Feb. 2, 2000

Amended Record Date/Meeting Date - March 9 / April 19 dated Feb. 9, 2000

News Release - Dividend Announced ** dated Jan. 28, 2000

Record Date/Meeting Date - March 9, 2000/April 19, 2000 dated Feb. 9, 2000

News Release - Share/Stock/Debenture Information ** dated Jan. 19, 2000

Sunfire Energy Corporation

News Release - Agreement ** dated Feb. 11, 2000

Sungold Gaming International Ltd.

Interim Financial Statements for 03 mn period ended Nov. 30, 1999

Superwire.com, Inc.

Private Placement (Form 20) dated Jan. 18, 2000

SURE Print and Copy Centres, Inc.

Certificate of Mailing ** dated Jan. 31, 2000

Sustainable Energy Technologies Ltd.

Audited Annual Financial Statement Sep. 30, 1999

Sutcliffe Resources Ltd.

News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000

Sylvester, James E.

Ruling/Order/Reasons dated Feb. 8, 2000

Symantec Corporation

News Release - Development- Land/Project/Product ** dated Feb. 9, 2000

SYMC RESOURCES LIMITED

Interim Financial Statements for 09 mn period ended Dec. 31, 1999

News Release - Letter of Intent ** dated Feb. 1, 2000

Syner-Seis Technologies Inc.

News Release - Progress Report ** dated Feb. 11, 2000

Synex International Inc.

News Release - Progress Report ** dated Feb. 9, 2000

Synsorb Biotech Inc.

News Release - Agreement ** dated Feb. 10, 2000

Syscan International Inc.

Notice of Intent to Sell Securities (Form 23) dated Jan. 21, 2000

Systems Xcellence Inc.

Report of Acquisition (Reg. S-101) dated Feb. 8, 2000

Talisman Energy Inc.

Record Date/Meeting Date - March 17/2000 - May 3/2000 dated Feb. 11, 2000

News Release - Agreement ** dated Feb. 9, 2000

News Release - Progress Report ** dated Feb. 14, 2000

Taltal Gold Corp.

News Release - Amalgamation ** dated Feb. 9, 2000

Talvest Fund Management Inc.

Ruling/Order/Reasons 024/00 dated Feb. 2, 2000

Talvest Funds No. 2

Simplified Prospectus and AIF dated Feb. 4, 2000
Prospectus/AIF Receipt - Manitoba dated Feb. 9, 2000

Prospectus/AIF Receipt - Alberta dated Feb. 8, 2000
Prospectus/AIF Receipt - Sask. dated Feb. 8, 2000
Prospectus/AIF Receipt - NWT dated Feb. 8, 2000
Prospectus/AIF Receipt - BC dated Feb. 8, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 9, 2000
Prospectus/AIF Receipt - Nunavut dated Feb. 8, 2000
Prospectus/AIF Receipt - NS dated Feb. 9, 2000
Prospectus/AIF Receipt - Newf. dated Feb. 9, 2000

The Talvest Funds

Ruling/Order/Reasons - Ontario dated Feb. 4, 2000

Talvest Global Equity Fund

Ruling/Order/Reasons 024/00 dated Feb. 2, 2000

Talvest Global Health Care Fund

Ruling/Order/Reasons 024/00 dated Feb. 2, 2000

Talvest Global Multi Manager Fund

Ruling/Order/Reasons 024/00 dated Feb. 2, 2000
Simplified Prospectus and AIF dated Feb. 4, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 9, 2000

Talvest Global Science and Technology Fund

Ruling/Order/Reasons 024/00 dated Feb. 2, 2000

Talvest Global Small Cap Fund

Ruling/Order/Reasons 024/00 dated Feb. 2, 2000

Tandem Resources Ltd.

Notice of Intent to Sell Securities (Form 23) dated Jan. 28, 2000

Tanganyika Oil Company Ltd.

News Release - Development~ Land/Project/Product ** dated Feb. 15, 2000

News Release - Development~ Land/Project/Product ** dated Feb. 15, 2000

Tapajos Gold Inc.

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 31, 2000

Taparko Capital Corp.

Material Change Report - Other (Form 27) dated Feb. 9, 2000

TDZ Holdings Inc.

Notice of Intent to Sell Securities (Form 23) dated Dec. 15, 1999

TechnoVision Systems Inc.

News Release - Agreement ** dated Feb. 7, 2000

Teck Corporation

News Release - Stock Option Notice ** dated Feb. 2, 2000

News Release - Assay Results ** dated Feb. 10, 2000

News Release - Assay Results ** dated Feb. 10, 2000

TecSyn International Inc.

Annual Information Form (Policy 5.10) dated Dec. 1, 1999

Teklogix International Inc.

Notice of Intent to Sell Securities (Form 23) dated Jan. 25, 2000

Telco Research Corporation Limited

Material Change Report - Other (Form 27) dated Feb. 14, 2000

News Release - Merger ** dated Feb. 9, 2000

Record Date/Meeting Date - Feb. 18/2000 - March 24/2000 dated Feb. 11, 2000

Telco Split Corp.

News Release - Development~ Land/Project/Product ** dated Feb. 11, 2000

Teleclone Incorporated

Rights Offering dated Feb. 3, 2000

Telefonos de Mexico, S.A. de C.V.

Form 6-K dated Jan. 28, 2000

Tembec Industries Inc.

Interim Financial Statements for 03 mn period ended Dec. 25, 1999

Application #152/00 dated Feb. 8, 2000

Tenacity Resources Corp.

News Release - Stock Option Notice ** dated Feb. 11, 2000

Tenke Mining Corp.

Private Placement (Form 20) dated Jan. 21, 2000

Tesco Corporation

News Release - Acquisition ** dated Feb. 15, 2000

Tetanka Drilling Inc.

Cover Letter dated Feb. 14, 2000

Material Change Report - Other (Form 27) dated Feb. 10, 2000

Tetratel Inc.

News Release - Agreement ** dated Feb. 9, 2000

The CIT Group, Inc.

Form 8-K/A dated Jan. 31, 2000

Form 8-K dated Feb. 3, 2000

Third Canadian General Investment Trust**Limited**

News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

News Release - Dividend Announced ** dated Feb. 10, 2000

Thundermin Resources Inc.

Private Placement (Form 45-501F1) dated Jan. 21, 2000

TigerTel Inc.

Application #148/00 dated Feb. 9, 2000

TigrSoft Inc.

Record Date/Meeting Date - Feb. 15/2000 - March 22/2000 dated Feb. 14, 2000

News Release - Development~ Land/Project/Product ** dated Feb. 10, 2000

TimberWest Forest Limited

Interim Financial Statements for 12 mn period ended Dec. 31, 1999

Timebeat.com Enterprises Inc.

News Release - Progress Report ** dated Feb. 15, 2000

News Release - Agreement ** dated Feb. 9, 2000

Tindall, Paul

Ruling/Order/Reasons dated Feb. 8, 2000

TIR Systems Ltd.

Audited Annual Financial Statement Sep. 30, 1999

Schedules to Form 61 dated Sep. 30, 1999

Titan Pacific Resources Ltd.

Interim Financial Statements for 03 mn period ended Nov. 30, 1999

TLC Laser Eye Centers Inc.

News Release - Progress Report ** dated Feb. 11, 2000

TLT Resources Ltd.

News Release - Finances/New Financing ** dated Feb. 9, 2000

TM Bioscience Corporation

News Release - Finances/New Financing ** dated Feb. 9, 2000

TNR Resources Ltd.

Material Change Report - Resignation of Director (s) dated Feb. 8, 2000

News Release - Finances/New Financing ** dated Feb. 15, 2000

Tomanet Inc.

News Release - Share/Stock/Debt Information ** dated Feb. 9, 2000

News Release - Finances/New Financing ** dated Feb. 10, 2000

Torino Oil & Gas Limited

Interim Financial Statements for 03 mn period ended Apr. 30, 1999

Toromont Industries Ltd.

Record Date/Meeting Date - March 9, 2000/April 13, 2000 dated Feb. 4, 2000

Toronto 35 Index Participation Fund

Application dated Nov. 19, 1999

The Toronto Stock Exchange

T.S.E. Notice to Members ** dated Jan. 31, 2000

T.S.E. Notice to Members ** dated Jan. 31, 2000

T.S.E. Notice to Members ** dated Jan. 28, 2000

T.S.E. Notice to Members ** dated Jan. 28, 2000

Toronto-Dominion Bank

Audited Annual Financial Statement Oct. 31, 1999

News Release - Share/Stock/Debt Information ** dated Jan. 17, 2000

Toront Capital Corp.

News Release - C.T.O.-Cease Trade Order ** dated Feb. 4, 2000

Total Global Ventures Inc.

Audited Annual Financial Statement Nov. 30, 1999

Schedule B & C Form 61 dated Nov. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 8, 2000

Total Image Copier Products Ltd.

News Release - Progress Report ** dated Feb. 10, 2000

Toxin Alert Inc.

News Release ** Form 22 Corrections dated Feb. 4, 2000

Trade Wind Communications Limited

News Release - Progress Report ** dated Feb. 9, 2000

Trailmobile Canada Limited

Audited Annual Financial Statement Sep. 24, 1999

Annual Report Sep. 24, 1999

Management Discussion and Analysis dated Dec. 31, 1999

Annual Information Form (Policy 5.10) dated Feb. 11, 2000

Certificate of Mailing ** dated Feb. 15, 2000

TranDirect.com Technologies Inc.

Material Change Report - Other (Form 27) dated Feb. 14, 2000

Material Change Report - Other (Form 27) dated Feb. 8, 2000

News Release - Progress Report ** dated Feb. 8, 2000

News Release - Stock Option Notice ** dated Feb. 14, 2000

TransAlta Corporation

Certificate of Mailing ** dated Feb. 7, 2000

Record Date/Meeting Date - March 16, 2000/May 4, 2000 dated Feb. 9, 2000

TransAlta Power, L.P.

Etats financier interimaire 12 mo. periode terminee le Dec. 31, 1999

Etats financier interimaire 09 mo. periode terminee le Sep. 30, 1999

Etats financier interimaire 06 mo. periode terminee le June 30, 1999

Etats financier interimaire 03 mo. periode terminee le Mar. 31, 1999

French News Release - Financial Statement/Operating Results ** dated Jan. 20, 2000

TransAlta Utilities Corporation

Certificate of Mailing ** dated Feb. 7, 2000
Record Date/Meeting Date - March 16, 2000/May 4, 2000 dated Feb. 9, 2000

TransCanada Gas Processing, L.P.

Audited Annual Financial Statement Dec. 31, 1999
Etats financier interimaire 12 mo. periode terminee le Dec. 31, 1999
Interim Financial Statements for 12 mn period ended Dec. 31, 1999

TransCanada PipeLines Limited

Resale of Exempted Security Report (Form 45-501F2) dated Jan. 10, 2000
French Attachment to IFS dated Dec. 31, 1999
Certificate of Mailing ** dated Feb. 9, 2000

TransForce Inc.

Application Under the Mutual Reliance Review System 141/00 dated Feb. 4, 2000
Information Circular/Proxy/Notice of Meeting - Other dated Feb. 2, 2000
News Release - Acquisition ** dated Feb. 9, 2000
News Release - Agreement ** dated Feb. 9, 2000
Certificate of Mailing ** dated Feb. 9, 2000

Tri-Vision International Limited

News Release - Change of Directors/Officers** dated Feb. 14, 2000

Triangulum Corporation

News Release - Progress Report ** dated Feb. 10, 2000

Triant Technologies Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 11, 2000

Triband Resource Corporation

Material Change Report - Other (Form 27) dated Feb. 10, 2000
News Release - Stock Option Notice ** dated Feb. 10, 2000

Tribute Resources Inc.

News Release - Progress Report ** dated Feb. 9, 2000

Trilon Financial Corporation

News Release - Financial Statement/Operating Results ** dated Feb. 9, 2000

Trimark Advantage Bond Fund

Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 17, 2000
Private Placement (Form 20) dated Jan. 10, 2000

Trimark Americas Fund

Private Placement (Form 20) dated Jan. 10, 2000
Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 17, 2000

Trimark Canadian Bond Fund

Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 17, 2000
Private Placement (Form 20) dated Jan. 10, 2000

Trimark Canadian Fund

Private Placement (Form 20) dated Jan. 17, 2000
Private Placement (Form 20) dated Jan. 24, 2000

Trimark Canadian Resources Fund

Private Placement (Form 20) dated Jan. 17, 2000
Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 10, 2000

Trimark Canadian Small Companies Fund

Private Placement (Form 20) dated Jan. 10, 2000
Private Placement (Form 20) dated Jan. 17, 2000
Private Placement (Form 20) dated Jan. 24, 2000

Trimark Class F Funds

Prospectus/AIF Receipt - Nunavut dated Feb. 7, 2000

Trimark Discovery Fund

Private Placement (Form 20) dated Jan. 10, 2000
Private Placement (Form 20) dated Jan. 17, 2000
Private Placement (Form 20) dated Jan. 24, 2000

Trimark Enterprise Fund

Private Placement (Form 20) dated Jan. 17, 2000
Private Placement (Form 20) dated Jan. 24, 2000

Trimark Enterprise Small Cap Fund

Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 17, 2000

Trimark Europlus Fund

Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 17, 2000
Private Placement (Form 20) dated Jan. 10, 2000

Trimark Financial Corporation

Interim Financial Statements for 09 mn period ended Dec. 31, 1999
Etats financier interimaire 09 mo. periode terminee le Dec. 31, 1999

Trimark Fund

Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 17, 2000

Trimark Global Balanced Fund

Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 17, 2000

Trimark Global High Yield Bond Fund

Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 17, 2000

Trimark Government Income Fund

Private Placement (Form 20) dated Jan. 17, 2000
Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 10, 2000

Trimark Income Growth Fund

Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 17, 2000

Trimark Indo-Pacific Fund

Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 17, 2000
Private Placement (Form 20) dated Jan. 10, 2000

Trimark Interest Fund

Private Placement (Form 20) dated Jan. 10, 2000
Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 17, 2000

Trimark International Companies Fund

Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 17, 2000

Trimark Investment Management Inc.

Private Placement (Form 20) dated Jan. 10, 2000

Trimark Mutual Funds

Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 17, 2000

Trimark Mutual Funds - 1999

French PRO Material dated Oct. 20, 1999
French Simplified Prospectus and AIF dated Feb. 4, 2000
Prospectus/AIF Receipt - Nunavut dated Feb. 8, 2000
Prospectus/AIF Receipt - Newf. dated Feb. 8, 2000
Prospectus/AIF Receipt - Alberta dated Feb. 8, 2000
Prospectus/AIF Receipt - Quebec dated Feb. 9, 2000
French Prospectus/AIF Receipt - Quebec dated Feb. 9, 2000
Prospectus/AIF Receipt - Sask. dated Feb. 8, 2000
Prospectus/AIF Receipt - BC dated Feb. 8, 2000
Prospectus/AIF Receipt - NWT dated Feb. 8, 2000
Prospectus/AIF Receipt - Manitoba dated Feb. 8, 2000
Prospectus/AIF Receipt - PEI dated Feb. 8, 2000
Prospectus/AIF Receipt - NB dated Feb. 8, 2000
Prospectus/AIF Receipt - NS dated Feb. 8, 2000

Trimark RSP Equity Fund

Private Placement (Form 20) dated Jan. 17, 2000
Private Placement (Form 20) dated Jan. 24, 2000

Trimark Select Balanced Fund

Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 17, 2000
Private Placement (Form 20) dated Jan. 10, 2000

Trimark Select Canadian Growth Fund

Private Placement (Form 20) dated Jan. 10, 2000
Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 17, 2000

Trimark Select Growth Fund

Private Placement (Form 20) dated Jan. 17, 2000
Private Placement (Form 20) dated Jan. 24, 2000
Private Placement (Form 20) dated Jan. 10, 2000

Trimark U.S. Companies Fund

Private Placement (Form 20) dated Jan. 17, 2000
Private Placement (Form 20) dated Jan. 24, 2000

Trimin Enterprises Inc.

Notice of Meeting - Other dated Feb. 3, 2000
Form 44 - Going Private Transaction dated Feb. 8, 2000
Certificate of Mailing ** dated Feb. 11, 2000

Trinexus Holdings LTD.

Audited Annual Financial Statement Sep. 30, 1999
Private Placement (Form 45-501F1) dated Jan. 21, 2000

TRINIDAD DRILLING LTD.

Prospectus Material dated Feb. 8, 2000
Non-Offering Prospectus dated Feb. 8, 2000
Prospectus/AIF Receipt - Alberta dated Feb. 11, 2000
Prospectus/AIF Receipt - Sask. dated Feb. 11, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 11, 2000
Prospectus/AIF Receipt - BC Notice dated Feb. 15, 2000

Triple Crown Electronics Inc.

Record Date/Meeting Date - Feb. 25/2000 - March 31/2000 dated Feb. 11, 2000

Tritech Precision Inc.

Form 44 - Going Private Transaction dated Feb. 8, 2000
Notice of Meeting - Other dated Feb. 3, 2000
Certificate of Mailing ** dated Feb. 9, 2000

Trizec Hahn Corporation

Corrected News Release - Financial Statement/Operating Results ** dated Feb. 11, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 11, 2000

Tropika International Limited

News Release - Agreement ** dated Feb. 10, 2000

The Trust Company of Bank of Montreal

Private Placement (Form 45-501F1) dated Jan. 31, 2000

TSE 100 Index Participation Fund

Application dated Nov. 19, 1999

TSI TelSys Corporation

News Release - Progress Report ** dated Feb. 10, 2000

Turbodyne Technologies Inc.

News Release - Progress Report ** dated Feb. 11, 2000

News Release - Progress Report ** dated Feb. 14, 2000

News Release - Progress Report ** dated Feb. 11, 2000

TurboShuttle Inc.

Private Placement (Form 45-501F1) dated Jan. 7, 2000

Twenty-First Century Funds Inc.

Private Placement (Form 45-501F1) dated Jan. 17, 2000

Twenty-First Century International Equity Fund

Private Placement (Form 45-501F1) dated Jan. 17, 2000

Twin Gold Corporation

Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Feb. 4, 2000
News Release - Stock Option Notice ** dated Feb. 3, 2000

News Release - Stock Option Notice ** dated Jan. 31, 2000

U.S. Can Corporation
Record Date/Meeting Date - dated Feb. 14, 2000

U.S. Diamond Corp.
News Release - Stock Option Notice ** dated Feb. 9, 2000

UKT Recycling Technologies Inc.
Material Change Report - Other (Form 27) dated Feb. 2, 2000
News Release - Change of Directors/Officers** dated Feb. 2, 2000

Ultra Petroleum Corp.
News Release - Development~ Land/Project/Product ** dated Feb. 14, 2000

Ultravest Asset Allocation Fund
Private Placement (Form 20) dated Jan. 17, 2000

Uni-Select Inc.
Record Date/Meeting Date - 03/24/2000 - 05/04/2000 dated Feb. 9, 2000

Unique Broadband Systems, Inc.
Material Change Report - Other (Form 27) dated Feb. 4, 2000

United Carina Resources Corp.
News Release - Development~ Land/Project/Product ** dated Feb. 14, 2000

United Corporations Limited
Early Warning Report dated Feb. 11, 2000

United Pan-Europe Communications N.V.
Private Placement (Form 45-501F1) dated Jan. 21, 2000

Universal World Science And Technology Fund
News Release - Acquisition ** dated Feb. 11, 2000

Upland Global Corporation
Annual Report to Shareholders dated Feb. 10, 2000
Certificate of Mailing ** dated Jan. 28, 2000
Certificate of Mailing ** dated Jan. 28, 2000

USA Networks, Inc.
Record Date/Meeting Date - 02/28/00 dated Feb. 7, 2000

USV Telemanagement Inc.
Material Change Report - Other (Form 27) dated Feb. 9, 2000
Material Change Report - Other (Form 27) dated Feb. 3, 2000
Material Change Report - Other (Form 27) dated Feb. 9, 2000
Material Change Report - Other (Form 27) dated Feb. 1, 2000
Material Change Report - Other (Form 27) dated Feb. 8, 2000

Utilicorp United Inc.
News Release - Dividend Announced ** dated Feb. 4, 2000

Valerie Gold Resources Ltd.
News Release - Development~ Land/Project/Product ** dated Feb. 9, 2000

VALU-NET INTERNATIONAL LTD.
News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000
News Release - Finances/New Financing ** dated Feb. 9, 2000
Record Date/Meeting Date - 03/07/2000 - 04/11/2000 dated Feb. 15, 2000

Van Houtte Ltee. (A.L.)
News Release - Financial Statement/Operating Results ** dated Feb. 9, 2000

Vanguard Institutional Index Funds
Private Placement (Form 45-501F1) dated Jan. 19, 2000

Vannessa Ventures Ltd.
News Release - Development~ Land/Project/Product ** dated Feb. 10, 2000

Vasogen Inc.
News Release - Finances/New Financing ** dated Feb. 9, 2000
News Release - Progress Report ** dated Feb. 15, 2000

Vault Systems Inc
News Release - Share/Stock/Debenture Information ** dated Feb. 15, 2000

Venator Group, Inc.
Form 8-K dated Feb. 2, 2000

VendTek Systems Inc.
News Release - Development~ Land/Project/Product ** dated Feb. 9, 2000

Ventra Group Inc.
News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

Verdstone Gold Corporation
Certificate of Mailing ** dated Feb. 8, 2000
News Release - Progress Report ** dated Feb. 14, 2000
Certificate of Mailing ** dated Feb. 8, 2000
News Release - C.T.O.~Cease Trade Order ** dated Feb. 3, 2000
News Release - C.T.O.~Cease Trade Order ** dated Feb. 11, 2000

Versent Corporation
French Directors' Circular (Form 34) dated Feb. 3, 2000
Certificate of Mailing ** dated Feb. 9, 2000
News Release - Agreement ** dated Feb. 14, 2000

Vertigo Software Corp.
Information Circular/Proxy/Notice of Meeting - Other dated Feb. 7, 2000
News Release - Progress Report ** dated Feb. 8, 2000

Viacorp Technologies Inc.
News Release - Finances/New Financing ** dated Feb. 10, 2000

Viceroy Resource Corporation
News Release - Financial Statement/Operating Results ** dated Feb. 8, 2000

Vicom Multimedia Inc.
News Release - Change of Directors/Officers** dated Feb. 9, 2000

Video Headquarters Inc.
News Release - Progress Report ** dated Feb. 9, 2000
News Release - Progress Report ** dated Feb. 10, 2000

Videotron Ltee. (Le Groupe)
Prospectus/AIF Receipt - Manitoba dated Feb. 11, 2000
News Release - Merger ** dated Feb. 7, 2000
News Release - Stock Option Notice ** dated Feb. 4, 2000
News Release - Agreement ** dated Feb. 14, 2000
Prospectus/AIF Receipt - Sask. dated Feb. 14, 2000
News Release - Merger ** dated Feb. 14, 2000

Virtek Vision International Inc.
News Release - Development~ Land/Project/Product ** dated Feb. 15, 2000

Virtual Prototypes Inc.
Amended Record Date/Meeting Date - Feb 22 / March 28 dated Feb. 11, 2000

Visa Gold Explorations Inc.
Material Change Report - Other (Form 27) dated Feb. 14, 2000
News Release - Progress Report ** dated Feb. 4, 2000

Viscount Canadian Bond Pool
Ruling/Order/Reasons #908/99 dated Feb. 8, 2000

Viscount Canadian Equity Pool
Ruling/Order/Reasons #908/99 dated Feb. 8, 2000

Viscount High Yield U.S. Bond Pool
Ruling/Order/Reasons #908/99 dated Feb. 8, 2000

Viscount International Equity Pool
Ruling/Order/Reasons #908/99 dated Feb. 8, 2000

Viscount RSP International Index Pool
Ruling/Order/Reasons #908/99 dated Feb. 8, 2000

Viscount RSP U.S. Index Pool
Ruling/Order/Reasons #908/99 dated Feb. 8, 2000
Ruling/Order/Reasons #908/99 dated Feb. 8, 2000

Viscount Wealth Management Program
Ruling/Order/Reasons #908/99 dated Feb. 8, 2000

Visible Genetics Inc.
Annual Report Dec. 31, 1998
Audited Annual Financial Statement Dec. 31, 1998
Management Discussion and Analysis dated Dec. 31, 1998

Vision Gate Ventures Limited
News Release - Finances/New Financing ** dated Feb. 10, 2000

Vista Gold Corp.
Material Change Report - Other (Form 27) dated Feb. 7, 2000
News Release - Agreement ** dated Feb. 7, 2000
News Release - Agreement ** dated Feb. 7, 2000

Vital Pacific Resources Ltd.
Amended Audited Annual Financial Statement June 30, 1999

VOYAGEUR FILM CAPITAL CORP.
News Release - Progress Report ** dated Feb. 11, 2000

Walking Bear Resources, Inc.
Record Date/Meeting Date - March 1/2000 - April 4/2000 dated Feb. 15, 2000

Walloper Gold Resources Ltd.
Preliminary Prospectus dated Jan. 28, 2000
IPO - Initial Public Offering dated Feb. 11, 2000
Prospectus/AIF Receipt - BC dated Feb. 10, 2000

Wardley China Investment Trust
Notice of Intent to Sell Securities (Form 23) dated Jan. 24, 2000
Notice of Intent to Sell Securities (Form 23) dated Jan. 24, 2000

Wavetech Networks Inc.
Notice of Intent to Sell Securities (Form 23) dated Jan. 14, 2000

WCC Investments, L.P.
Private Placement (Form 45-501F1) dated Jan. 18, 2000

Welcome Opportunities Ltd.
News Release - Dividend Announced ** dated Feb. 14, 2000

Wellington Cove Explorations Ltd.
Change of Auditors (Policy 31) dated Jan. 12, 2000

Wenzel Downhole Tools Ltd.
Interim Financial Statements for 06 mn period ended Nov. 30, 1999
Interim Financial Statements for 06 mn period ended Nov. 30, 1999

Wescam Inc.
Record Date/Meeting Date - 03/07/2000 - 04/18/2000 dated Feb. 10, 2000

Wescast Industries Inc.
News Release - Progress Report ** dated Feb. 8, 2000
News Release - Financial Statement/Operating Results ** dated Feb. 15, 2000
News Release - Dividend Announced ** dated Feb. 15, 2000

West African Venture Exchange Corp.

Material Change Report - Other (Form 27) dated Feb. 15, 2000
 News Release - Finances/New Financing ** dated Feb. 15, 2000

West Fraser Timber Co. Ltd.

Notice of Intent to Sell Securities (Form 23) dated Jan. 6, 2000
 Notice of Intent to Sell Securities (Form 23) Renewal dated Feb. 4, 2000
 Notice of Intent to Sell Securities (Form 23) Renewal dated Feb. 3, 2000
 News Release - Financial Statement/Operating Results ** dated Feb. 10, 2000

WEST PARK RESOURCES INC.

Interim Financial Statements for 03 mn period ended Dec. 31, 1999
 Material Change Report - Other (Form 27) dated Feb. 14, 2000
 News Release - Agreement ** dated Feb. 14, 2000

The Westaim Corporation

Record Date/Meeting Date - March 10/2000 - April 17/2000 dated Feb. 11, 2000

Westburne Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 8, 2000

Westcoast Energy Inc.

News Release - Progress Report ** dated Feb. 10, 2000
 News Release - Agreement ** dated Feb. 11, 2000

Western Copper Holdings Limited

Audited Annual Financial Statement Sep. 30, 1999
 Annual Report Sep. 30, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Feb. 10, 2000

Western Spirit Investments Ltd.

Audited Annual Financial Statement Sep. 30, 1999
 Audited Annual Financial Statement Sep. 30, 1999

Western Star Trucks Holdings Ltd.

Material Change Report - Other (Form 27) dated Feb. 9, 2000
 Material Change Report - Other (Form 27) dated Feb. 9, 2000

Westfield Minerals Limited

News Release - Amalgamation ** dated Feb. 11, 2000

WestJet Airlines Ltd.

Record Date/Meeting Date - March 28 / May 4 dated Feb. 10, 2000
 News Release - Progress Report ** dated Feb. 10, 2000

Westport Innovations Inc.

News Release - Finances/New Financing ** dated Feb. 15, 2000
 News Release - Development~ Land/Project/Product ** dated Feb. 9, 2000

Weyburn Inland Terminal Ltd.

Issuer Bid Circular dated Feb. 4, 2000
 Material Change Report - Other (Form 27) dated Feb. 11, 2000

Wheaton River Minerals Ltd.

News Release - Acquisition ** dated Feb. 11, 2000

White Rose Crafts and Nursery Sales Limited

Change of Auditors Filing (Policy 31) dated Jan. 19, 2000

Wi-LAN Inc.

News Release - Progress Report ** dated Feb. 9, 2000
 News Release - Financial Statement/Operating Results ** dated Feb. 11, 2000

Wilder, Lawrence D.

Ruling/Order/Reasons dated Feb. 11, 2000

William Resources Inc.

News Release - Consolidation/Name Change ** dated Feb. 14, 2000

Wimbledan Fund Ltd.

Private Placement (Form 45-501F1) dated Dec. 29, 1999

Winspear Resources Ltd.

News Release - Development~ Land/Project/Product ** dated Feb. 14, 2000

Working Ventures Canadian Fund Inc.

Ruling/Order/Reasons 527/99 dated Feb. 4, 2000

World Heart Corporation

Material Change Report - Other (Form 27) dated Feb. 9, 2000
 News Release - Progress Report ** dated Feb. 9, 2000

World Point Terminals Inc.

News Release - Issuer Bid ** dated Feb. 10, 2000

World Ventures Inc.

Record Date/Meeting Date - 03/03/2000 - 04/18/2000 dated Feb. 10, 2000

Worldwide Fiber Inc.

Application #153/00 dated Feb. 9, 2000

WSI Interactive Corporation

News Release - Contract ** dated Feb. 10, 2000
 News Release - Progress Report ** dated Feb. 4, 2000

wwbroadcast.net inc.

Report of Acquisition (Reg. S-101) dated Feb. 14, 2000
 News Release - Acquisition ** dated Feb. 14, 2000

X-Cal Resources Ltd.

Interim Financial Statements for 03 mn period ended Dec. 31, 1999
 News Release - Progress Report ** dated Feb. 8, 2000
 Certificate of Mailing ** dated Feb. 10, 2000

Xcel Capital Corporation

Prospectus/AIF Receipt - Alberta dated Feb. 9, 2000

Xenex Innovations Ltd.

News Release - Acquisition ** dated Feb. 9, 2000

Xenos Group Inc.

News Release - Stock Option Notice ** dated Feb. 8, 2000

Xentel DM Incorporated

News Release - Agreement ** dated Feb. 10, 2000

Xplore Technologies Corp.

Interim Financial Statements for 09 mn period ended Dec. 25, 1999

Yaletown Entertainment Corporation

Audited Annual Financial Statement Aug. 31, 1999

Yamana Resources Inc.

Material Change Report - Other (Form 27) dated Feb. 8, 2000

YBM Magnex International, Inc.

Ruling/Order/Reasons dated Feb. 11, 2000

YES I.C TECHNOLOGIES INC.

Prospectus/AIF Receipt - Alberta dated Feb. 7, 2000

YKR International Resources Ltd.

News Release - Stock Option Notice ** dated Feb. 3, 2000

YMG Capital Management Inc.

Private Placement (Form 45-501F1) dated Jan. 11, 2000

YMG Emerging Companies Fund

Private Placement (Form 20) dated Jan. 27, 2000

YMG Institutional Fixed Income Fund

Private Placement (Form 45-501F1) dated Jan. 11, 2000

Yogen Fruz World-Wide Incorporated

Record Date/Meeting Date - Changed date to 02/29/2000 dated Feb. 10, 2000

Zargon Oil & Gas Ltd.

News Release - Development~ Land/Project/Product ** dated Feb. 14, 2000

Zenon Environmental Inc.

News Release - Contract ** dated Feb. 9, 2000

ZI Corporation

Material Change Report - Other (Form 27) dated Feb. 9, 2000
 News Release - Finances/New Financing ** dated Feb. 2, 2000
 News Release - Progress Report ** dated Feb. 15, 2000

Zim-Gold Resources Ltd.

News Release - Progress Report ** dated Feb. 10, 2000

Zinnian Technologies inc.

Information Circular/Notice of Meeting - Other dated Oct. 26, 1999

Ztest Electronics Inc.

News Release - Share/Stock/Debtenture Information ** dated Feb. 4, 2000
 News Release - Share/Stock/Debtenture Information ** dated Feb. 4, 2000
 News Release - Share/Stock/Debtenture Information ** dated Feb. 9, 2000
 News Release - Share/Stock/Debtenture Information ** dated Jan. 27, 2000
 News Release - Share/Stock/Debtenture Information ** dated Jan. 26, 2000
 News Release - Share/Stock/Debtenture Information ** dated Feb. 9, 2000
 News Release - Share/Stock/Debtenture Information ** dated Feb. 14, 2000
 News Release - Share/Stock/Debtenture Information ** dated Feb. 10, 2000

This Page Intentionally left blank

Chapter 11

IPOs, New Issues and Secondary Financings

Issuer Name:

Boliden Limited
Principal Regulator - Ontario

Type and Date:

Preliminary Short Form Prospectus dated February 17th, 2000
Mutual Reliance Review System Receipt dated February 18th, 2000

Offering Price and Description:

C\$216,084,789 (SEK1,290,058,440) Issue of Rights to Subscribe for up to 107,504,870 Common Shares

Underwriter(s), Agent(s) or Distributor(s):

N/A

Promoter(s):

N/A

Project #239387

Issuer Name:

Celestica Inc. (NP #44 - PREP)
Principal Regulator - Ontario

Type and Date:

Preliminary Short Form Prospectus dated February 21st, 2000
Mutual Reliance Review System Receipt dated February 22nd, 2000

Offering Price and Description:

\$ * - * Subordinate Voting Shares

Underwriter(s), Agent(s) or Distributor(s):

RBC Dominion Securities Inc.

Promoter(s):

N/A

Project #240331

Issuer Name:

Cleamnet Communications Inc. (NP #44 - Shelf)
Principal Regulator - Ontario

Type and Date:

Preliminary Short Form Prospectus dated February 21st, 2000
Mutual Reliance Review System Receipt dated February 21st, 2000

Offering Price and Description:

\$2,000,000,000 - Debt Securities (unsecured)

Underwriter(s), Agent(s) or Distributor(s):

N/A

Promoter(s):

N/A

Project #240055

Issuer Name:

GT Group Telecom Inc.
Principal Regulator - Ontario

Type and Date:

Preliminary Prospectus dated February 18th, 2000
Mutual Reliance Review System Receipt dated February 21st, 2000

Offering Price and Description:

US\$ * - * Class B Non-Voting Shares

Underwriter(s), Agent(s) or Distributor(s):

Goldman Sachs Canada Inc.
Salomon Smith Barney Canada Inc.

CIBC World Markets

Merrill Lynch Canada Inc.

Morgan Stanley Canada Limited

RBC Dominion Securities Inc.

BMO Nesbitt Burns Inc.

National Bank Financial Inc.

Scotia Capital Inc.

TD Securities Inc.

Promoter(s):

N/A

Project #239987

Issuer Name:

Hirsch Canadian Growth Fund

Hirsch Natural Resource Fund

Hirsch Balanced Fund

Hirsch Fixed Income Fund

Type and Date:

Amendment #1 dated February 21st, 2000 to Simplified Prospectus and Annual Information Form dated May 12th, 1999
Received February 21st, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

Hirsch Asset Management Corp.

Promoter(s):

Hirsch Asset Management Corp.

Project #163174

Issuer Name:

Maxxcom Inc.

Type and Date:

Amended Preliminary Prospectus dated February 22nd, 2000
Received February 22nd, 2000

Offering Price and Description:

\$ * - * Common Shares

Underwriter(s), Agent(s) or Distributor(s):

CIBC World Markets Inc.
RBC Dominion Securities Inc.
Bunting Warburg Dillon Read Inc.
Griffiths McBurney & Partners
National Bank Financial Inc.
Nesbitt Burns Inc.
Scotia Capital Inc.
TD Securities Inc.
Canaccord Capital Corporation
Thomson Kernaghan & Co. Ltd.

Promoter(s):

MDC Corporation Inc.

Project #229530

Issuer Name:

MedcomSoft Inc.

Principal Regulator - Ontario

Type and Date:

Preliminary Prospectus dated February 21st, 2000
Mutual Reliance Review System Receipt dated February 22nd, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

Goepel McDermid Inc.
Dominick & dominick Securities Inc.

Promoter(s):

N/A

Project #240471

Issuer Name:

NCE Petrofund

Principal Regulator - Alberta

Type and Date:

Preliminary Short Form Prospectus dated February 17th, 2000
Mutual Reliance Review System Receipt dated February 17th, 2000

Offering Price and Description:

\$ * - * Trust Units

Underwriter(s), Agent(s) or Distributor(s):

N/A

Promoter(s):

N/A

Project #239471

Issuer Name:

Oncolytics Biotech Inc.

Principal Regulator - Alberta

Type and Date:

Preliminary Prospectus dated February 16th, 2000
Mutual Reliance Review System Receipt dated February 17th, 2000

Offering Price and Description:

\$14,100,000 - 3,000,000 Common Shares issuable upon exercise of 3,000,000 Special Warrants

Underwriter(s), Agent(s) or Distributor(s):

Canaccord Capital Corporation

Promoter(s):

Synsorb Biotech Inc.

Project #239399

Issuer Name:

SSgA Dow Jones Canada 40 Index Participation Fund

Principal Regulator - Quebec

Type and Date:

Preliminary Prospectus dated February 17th, 2000
Mutual Reliance Review System Receipt dated February 18th, 2000

Offering Price and Description:

N/A

Underwriter(s), Agent(s) or Distributor(s):

N/A

Promoter(s):

State Street Global Advisors, Ltd.

Project #239647

Issuer Name:

Sun Life Financial Services of Canada Inc. (Formerly Sun Life of Canada Holdings Corp.)

Principal Regulator - Ontario

Type and Date:

Amended Preliminary Prospectus dated February 21st, 2000
Received February 21st, 2000

Offering Price and Description:

\$ * - 143,5000 Common Shares

Underwriter(s), Agent(s) or Distributor(s):

RBC Dominion Securities Inc.

Promoter(s):

N/A

Project #213159

Issuer Name:

QSA Biotechnology Fund

QSA Global High Yield Fund

Principal Regulator - Ontario

Type and Date:

Preliminary Simplified Prospectus dated February 22nd, 2000
Mutual Reliance Review System Receipt dated February 23rd, 2000

Offering Price and Description:

Mutual Fund Securities Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

Acker Finley Asset Management Inc.

Promoter(s):

Acker Finley Asset Management Inc.

Project #240650

Issuer Name:

iUnits S&P/TSE 60 Index Participation Fund
Amendment #1 dated January 19th, 2000 to prospectus dated
September 24th, 1999
Mutual Reliance Review System Receipt dated 31st day of
January, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

N/A

Promoter(s):

N/A

Project#187283

Issuer Name:

Templeton International Stock Fund
Templeton Emerging Markets Fund
Templeton Global Smaller Companies Fund
Templeton International Balanced Fund
Templeton Global Balanced Fund
Templeton Global Bond Fund
Templeton Canadian Stock Fund
Templeton Canadian Asset Allocation Fund
Templeton Balanced Fund
Templeton Canadian Bond Fund
Templeton Treasury Bill Fund
Principal Regulator - Ontario

Type and Date:

Amendment #1 dated February 17th, 2000 to Simplified
Prospectus and Annual Information Form dated December 17th,
1999
Mutual Reliance Review System Receipt dated 22nd day of
February, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

Templeton Management Limited

Promoter(s):

Templeton Management Limited

Project #217243

Issuer Name:

Templeton Growth Fund, Ltd.
Principal Regulator - Ontario

Type and Date:

Amendment #1 dated February 17th, 2000 to Simplified
Prospectus and Annual Information Form dated August 1st, 1999

Mutual Reliance Review System Receipt dated 22nd February,
2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

Templeton Management Limited

Promoter(s):

N/A

Project #188586

Issuer Name:

Templeton Growth RSP Fund
Templeton International Stock RSP Fund
Templeton Emerging Markets RSP Fund
Templeton Global Smaller Companies RSP Fund
Principal Regulator - Ontario

Type and Date:

Amendment #1 dated February 17th, 2000 to Simplified
Prospectus and Annual Information dated August 16th, 1999
Mutual Reliance Review System Receipt dated 22nd day of
February, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

Templeton Management Limited

Promoter(s):

Templeton Management Limited

Project #184058

Issuer Name:

Franklin U.S. Small Cap Growth Fund
Principal Regulator - Ontario

Type and Date:

Amendment #1 dated February 17th, 2000 to Simplified
Prospectus and Annual Information Form dated March 30th, 1999
Mutual Reliance Review System Receipt dated 22nd day of
February, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

Templeton Management Limited

Promoter(s):

Templeton Management Limited

Project #153144

Issuer Name:

Mutual Beacon Fund
Principal Regulator - Ontario

Type and Date:

Amendment #1 dated February 17th, 2000 to Simplified
Prospectus and Annual Information Form dated March 30th, 1999
Mutual Reliance Review System Receipt dated 22nd day of
February, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

Templeton Management Limited

Promoter(s):

Templeton Management Limited

Project #153143

Issuer Name:

iUnits S&P/TSE 60 Index Participation Fund
Principal Regulator - Ontario

Type and Date:

Amendment #2 dated February 14th, 2000 to Prospectus dated
September 24, 1999
Mutual Reliance Review System Receipt dated 17th day of
February, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

N/A

Promoter(s):

N/A

Project #187283

Issuer Name:

01 Communique Laboratory Inc.

Type and Date:

Final Prospectus dated February 14th, 2000
Received 16th day of February, 2000

Offering Price and Description:

\$4,400,000.00 - 6,285,714 Common Shares and 3,142,857
Common Share Purchase Warrants

Underwriter(s), Agent(s) or Distributor(s):

Taurus Capital Markets Ltd.

Promoter(s):

Andrew Cheung

Project #235168

Issuer Name:

Book4golf.com Corporation
Principal Jurisdiction - Ontario

Type and Date:

Final Prospectus dated February 16th, 2000
Received 18th day of February, 2000

Offering Price and Description:

\$13,835,250.00 - 1,917,625 Common Share Purchase Warrants
Issuable Upon the Exercise of 3,835,250 Special Warrants

Underwriter(s), Agent(s) or Distributor(s):

Yorkton Securities Inc.

Promoter(s):

Phillip DeLeon
Sheldon Pollack

Project #229053

Issuer Name:

BRC Development Corporation

Type and Date:

Final Prospectus dated February 4th, 2000
Received 8th day of February, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

Standard Securities Capital Corp

Promoter(s):

Banro Resource Corporation

Project #209057

Issuer Name:

Digital World Trust
Principal Jurisdiction - Ontario

Type and Date:

Final Prospectus dated February 15th, 2000
Received 16th day of February, 2000

Offering Price and Description:

\$127,500,000 - \$15.00 per Unit

Underwriter(s), Agent(s) or Distributor(s):

Nesbitt Burns Inc.

Scotia Capital Inc.

TD Securities

Merrill Lynch Canada Inc.

CIBC World Markets Inc.

National Bank Financial Corp.

Canaccord Capital Inc.

Goepel McDermid Inc.

HSBC Securities (Canada) Inc.

Trilon Securities Corporation

Promoter(s):

Mulvihill Capital Management Inc.

Project #229287

Issuer Name:

Pure Technologies Ltd.

Principal Jurisdiction - Alberta

Type and Date:

Final Prospectus dated February 18th, 2000
Received 18th day of February, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

Dundee Securities Corporation

Promoter(s):

Peter O. Paulson

James E. Paulson

Project #215483

Issuer Name:

Clarington RSP Global Balanced Fund
(Formerly, Clarington RSP Global Balanced Fund)
Principal Jurisdiction - Ontario

Type and Date:

Final Simplified Prospectus dated February 14th, 2000
Received 17th day of February, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

Clarington Capital Limited Partnership

Promoter(s):

Clarington Capital Limited Partnership

Project #218285

Issuer Name:

BMO Nesbitt Burns Canadian Stock Selection Fund
BMO Nesbitt Burns U.S. Stock Selection Fund
BMO Nesbitt Burns RRSP Stock Selection Fund
BMO Nesbitt Burns Bond Fund
Principal Regulator - Ontario

Type and Date:

Final Simplified Prospectus and Annual Information Form dated
February 15th, 2000
Mutual Reliance Review System Receipt dated 17th day of
February, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

Nesbitt Burns Inc.

Promoter(s):

Nesbitt Burns Inc.

Project #214904

Issuer Name:

Janus RSP American Equity Fund
(formerly, Maxxum American Equity RSP Fund)
Janus RSP Global Equity Fund
(formerly, Maxxum Global Equity RSP Fund)
Principal Jurisdiction - Ontario

Type and Date:

Final Simplified Prospectus and Annual Information Form dated
February 10th, 2000
Received 16th day of February, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

London Financial Centre Limited

Promoter(s):

N/A

Project #214106

Issuer Name:

Members Mutual Fund

Type and Date:

Final Simplified Prospectus and Annual Information Form dated
February 15th, 2000
Received 17th day of February, 2000

Offering Price and Description:

Mutual Fund Units - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

Members Mutual Management Corp.

Promoter(s):

Members Mutual Management Corp.

Project #230702

Issuer Name:

Viscount Canadian Equity Pool
Viscount U.S. Equity Pool
Viscount International Equity Pool
Viscount Canadian Bond Pool
Viscount High Yield U.S. Bond Pool
Viscount RSP U.S. Index Pool
Viscount RSP International Index Pool
Principal Jurisdiction - Ontario

Type and Date:

Final Simplified Prospectus and Annual Information Form dated
February 8th, 2000
Received 16th day of February, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

Dynamic Mutual Funds Ltd.

Promoter(s):

N/A

Project #212654

This Page Intentionally left blank

Chapter 12

Registrations

12.1.1 Securities

Type	Company	Category of Registration	Effective Date
Change of Name	Scudder Investments Canada Ltd./ Investissements Scudder Du Canada Ltee Attention: H. Scott McEvoy Borden & Elliot 40 King Street West Scotia Plaza, Suite 4400 Toronto, Ontario M5H 3Y4	From: Scudder, Stevens & Clark of Canada Ltd./Scudder, Stevens & Clark Du Canada Ltee To: Scudder Investments Canada Ltd./Investissements Scudder Du Canada Ltee	Jan 31/00
Change of Name	Manis Financial Inc. Attention: Warren Ian Manis 2500 Bathurst Street Suite 805 Toronto, Ontario M6B 2Y8	From: Taylor Thompson Securities Inc. To: Manis Financial Inc.	Jan 31/00
New Registration	Frost Securities, Inc. Attention: Robert H. Brown Jr. 2727 N. Harwood Ste 1000 Dallas, Texas USA 75201	International Dealer	Feb 21/00
New Recognition	Sknaber Limited 22 St. Clair Avenue East, Suite 500 c/o Wittington Investments Ltd. Toronto, Ontario M4T 2S3	Exempt Purchaser	Feb 22/00
New Registration	Harris Associates Securities L.P Attention: William Ross Fraser McKee c/o Blakes Extra-Provincial Services Inc. 199 Bay Street - Suite 280 Box 25 - Commerce Court West Toronto, Ontario M5L 1A9	International Dealer	Feb 23/00

This Page Intentionally left blank

Chapter 13

SRO Notices and Disciplinary Decisions

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

This Page Intentionally left blank

Chapter 14

**Take-over Bids, Issuer Bids, Going Private Transactions and Early
Warning Reports**

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

This Page Intentionally left blank

Chapter 25
Other Information

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

This Page Intentionally left blank

Index

<p>01 Communique Laboratory Inc. Final Prospectus1490</p> <p>3612821 Canada Inc. Order - s. 831341</p> <p>Assignment of Certain Powers Notice1311, 1312</p> <p>Berkshire Investment Group Inc. MRRS Decision1317</p> <p>Berkshire Securities Inc. MRRS Decision1317</p> <p>BMO Nesbitt Burns Bond Fund Final Simplified Prospectus1491</p> <p>BMO Nesbitt Burns Canadian Stock Selection Fund Final Simplified Prospectus1491</p> <p>BMO Nesbitt Burns RRSP Stock Selection Fund Final Simplified Prospectus1491</p> <p>BMO Nesbitt Burns U.S. Stock Selection Fund Final Simplified Prospectus1491</p> <p>Boliden Limited Preliminary Short Form Prospectus.....1487</p> <p>Book4golf.com Corporation Final Prospectus1490</p> <p>BRC Development Corporation Final Prospectus1490</p> <p>Celestica Inc. Preliminary Short Form Prospectus.....1487</p> <p>Clarington RSP Global Balanced Fund Final Simplified Prospectus1490</p> <p>Clearnet Communications Inc. Preliminary Short Form Prospectus.....1487</p> <p>Control Block Distribution Issues - NI 62-101 Notice1314 Rules and Policies1367</p> <p>Counsel Focus Portfolio MRRS Decision1320</p> <p>Counsel Group of Funds Inc. MRRS Decision1319, 1320</p> <p>Counsel World Equity Portfolio MRRS Decision1320</p> <p>Critical Path, Inc. Ruling - ss. 74(1)1344</p>	<p>Current Proceedings Before The Ontario Securities Commission Notice1309</p> <p>Digital World Trust Final Prospectus1490</p> <p>Disclosure of Outstanding Share Data - NI 62-102 Notice1314 Rules and Policies1370</p> <p>Early Warning System - NI 62-103 Notice1315 Rules and Policies1372</p> <p>Eden Roc Mineral Corp. Ruling - ss. 74(1)1348</p> <p>Enertec Resource Services Inc. MRRS Decision1323</p> <p>Far East Gold Inc. Order - s. 831341</p> <p>Franklin U.S. Small Cap Growth Fund Amendment1489</p> <p>Frost Securities, Inc. New Registration1493</p> <p>GT Group Telecom Inc. Preliminary Prospectus.....1487</p> <p>Harris Associates Securities L.P New Registration1493</p> <p>Hirsch Balanced Fund Amendment1487</p> <p>Hirsch Canadian Growth Fund Amendment1487</p> <p>Hirsch Fixed Income Fund Amendment1487</p> <p>Hirsch Natural Resource Fund Amendment1487</p> <p>International Aqua Foods Ltd. - MRRS MRRS Decision1324</p> <p>iUnits S&P/TSE 60 Index Participation Fund Amendment1489, 1490</p> <p>Janus RSP American Equity Fund Final Simplified Prospectus1491</p> <p>Journey's End Montreal Hotel Order - s. 831342</p> <p>King George Development Corporation MRRS Decision1325</p> <p>King George Financial Corporation MRRS Decision1325</p>
--	--

Lenox Polymers Limited		Rockefeller & Co., Inc.	
Extending Cease Trading Order	1365	Ruling - ss. 74(1)	1353
Magna Entertainment Corp.		Royal Oak Mines Inc.	
MRRS Decision	1329	Temporary Cease Trading Order	1365
Magna International Inc.		Signal 9 Solutions Canada Inc.	
MRRS Decision	1329	Ruling - ss. 74(1)	1355
Manis Financial Inc.		Sknaber Limited	
Change of Name	1493	New Registration	1493
Mawer World Investment Fund		SSgA Dow Jones Canada 40 Index	
MRRS Decision	1320	Participation Fund	
Maxxcom Inc.		Preliminary Prospectus	1488
Amended Preliminary Prospectus	1488	Sun Life Financial Services of Canada Inc.	
MEC Holdings (Canada) Inc.		Amended Preliminary Prospectus	1488
MRRS Decision	1329	Sunetco Investment Service Inc.	
Med-Emerg International Inc.		MRRS Decision	1339
Ruling - ss. 74(1)	1351	Templeton Balanced Fund	
MedcomSoft Inc.		Amendment	1489
Preliminary Prospectus	1488	Templeton Canadian Asset Allocation Fund	
Members Mutual Fund		Amendment	1489
Final Simplified Prospectus	1491	Templeton Canadian Bond Fund	
Montrusco Bolton Investments Inc.		Amendment	1489
MRRS Decision	1336	Templeton Canadian Stock Fund	
Montrusco Bolton RSP International		Amendment	1489
Growth Fund		Templeton Emerging Markets Fund	
MRRS Decision	1336	Amendment	1489
MRF 1999 II Limited Partnership		Templeton Emerging Markets RSP Fund	
Order - scl. 80(b)(iii)	1342	Amendment	1489
Mutual Beacon Fund		Templeton Global Balanced Fund	
Amendment	1489	Amendment	1489
NCE Petrofund		Templeton Global Bond Fund	
Preliminary Short Form Prospectus	1488	Amendment	1489
NI 62-101 - Control Block Distribution		Templeton Global Smaller Companies Fund	
Issues		Amendment	1489
Rules and Policies	1367	Templeton Global Smaller Companies RSP	
NI 62-102 - Disclosure of Outstanding Share		Fund	
Data		Amendment	1489
Rules and Policies	1370	Templeton Growth Fund, Ltd.	
NI 62-103 - The Early Warning System		Amendment	1489
Notice	1315	Templeton Growth RSP Fund	
Rules and Policies	1372	Amendment	1489
Oncolytics Biotech Inc.		Templeton International Balanced Fund	
Preliminary Prospectus	1488	Amendment	1489
Pure Technologies Ltd.		Templeton International Stock Fund	
Final Prospectus	1490	Amendment	1489
QSA Biotechnology Fund		Templeton International Stock RSP Fund	
Preliminary Simplified Prospectus	1488	Amendment	1489
QSA Global High Yield Fund		Templeton Treasury Bill Fund	
Preliminary Simplified Prospectus	1488	Amendment	1489
Regulation 1015		Viscount Canadian Bond Pool	
Legislation	1453	Final Simplified Prospectus	1491
Notice	1315	Viscount Canadian Equity Pool	
		Final Simplified Prospectus	1491

Viscount High Yield U.S. Bond Pool	
Final Simplified Prospectus	1491
Viscount International Equity Pool	
Final Simplified Prospectus	1491
Viscount RSP International Index Pool	
Final Simplified Prospectus	1491
Viscount RSP U.S. Index Pool	
Final Simplified Prospectus	1491
Viscount U.S. Equity Pool	
Final Simplified Prospectus	1491
Weyerhaeuser Company	
Ruling - ss. 74(1), cl. 80(b)(iii) and scl.121(2)(a)(ii)	1356
Weyerhaeuser Company Limited	
Ruling - ss. 74(1), cl. 80(b)(iii) and scl.121(2)(a)(ii)	1356
Weyerhaeuser Holdings Limited	
Ruling - ss. 74(1), cl. 80(b)(iii) and scl.121(2)(a)(ii)	1356

