

The Ontario Securities Commission

OSC Bulletin

April 28, 2000

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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)

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ADJOURNED SINE DIE

PROVINCIAL DIVISION PROCEEDINGS

DJL Capital Corp. and Dennis John Little

Date to be announced

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

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

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

Courtroom 122, Provincial Offences Court
Old City Hall, Toronto

Irvine James Dyck

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

May 16/2000
9:00 a.m.
Courtroom C

1173219 Ontario Limited c.o.b. as TAC (The Alternate Choice), TAC International Limited, Douglas R. Walker, David C. Drennan, Steven Peck, Don Gutoski, Ray Ricks, Al Johnson and Gerald McLeod

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

Dec 4/2000
Dec 5/2000
Dec 6/2000
Dec 7/2000
9:00 a.m.
Courtroom N

s. 122
Mr. D. Ferris in attendance for staff.
Provincial Offences Court
Old City Hall, Toronto

S. B. McLaughlin

May 8/2000
May 9/2000
May 10/2000
May 11/2000
May 12/2000
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

June 5/2000
June 6/2000
June 7/2000
June 8/2000
June 9/2000
10:00 a.m.

Einar Bellfield

s. 122
Ms. K. Manarin in attendance for staff.

Courtroom A, Provincial Offences Court
Old City Hall, Toronto

June 6/2000
2:00 p.m.
Pre-trial
conference

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

Oct 10/2000 -
Nov 3/2000
Trial

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

Court Room No. 9
114 Worsley Street
Barrie, Ontario

July 11/2000
July 18/2000
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.

Court Room No. 124, Provincial
Offences Court
Old City Hall, Toronto

Oct 16/2000 -
Dec 22/2000
10:00 a.m.

John Bernard Felderhof

Mssrs. J. Naster and I. Smith
for staff.

Courtroom TBA, Provincial Offences
Court

Old City Hall, Toronto

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

1.1.2 Publisher's Notice – OSC Bulletin

**Re: Chapter 10 – Public Filings and Chapter 14 –
Takeover Notices**

Effective as of the next issue of the OSC Bulletin (Volume 22, Issue 18) there will no longer be chapters included for Public Filings and Takeover Notices, Chapters 10 and 14, respectively. This step is being taken in consultation with the Ontario Securities Commission in an attempt to control the size of the OSC Bulletin.

Most of the documents listed in Chapter 10 may be obtained on the SEDAR site (www.sedar.com). Historical document filings, including certain documents filed only in hardcopy to the OSC are obtainable at Micromedia's (a division of IHS Canada) Document Delivery Centre at (416) 362-5211 ext. 2599 or 1 (800) 387-2689 ext. 2599. For those subscribers who wish to continue receiving Public Filings in the OSC format, Chapter 10 will still be made available on Micromedia's OSC Web (via internet) and OSC Bulletin Plus (CD-Rom).

Both of these products are published by Micromedia, a division of IHS Canada under authority of the Ontario Securities Commission. Please contact the following for further information.

Joan Lovett
Micromedia
(416) 362-5211 ext 4381

1.1.3 Five Year Review of Securities Legislation in Ontario - Request for Comments

FIVE-YEAR REVIEW OF SECURITIES LEGISLATION IN ONTARIO – SECURITIES REVIEW ADVISORY COMMITTEE’S REQUEST FOR COMMENTS

Introduction:

The *Securities Act* (Ontario) (the “Act”) provides that, every five years, the Minister of Finance will appoint an advisory committee to review the legislation, regulations and rules relating to matters dealt with by the Ontario Securities Commission (“OSC” or the “Commission”) and the legislative needs of the Commission. Finance Minister Ernie Eves has established the first such committee (the “Securities Review Advisory Committee” or the “Committee”) to conduct this review. Minister Eves has directed the Committee, in discharging its mandate, to ensure that securities legislation in Ontario is up-to-date and that it properly enables the Commission to proactively enforce clear standards to protect investors and foster a fair and efficient marketplace. The full text of Finance Minister Eves’ press release announcing the formation of the Committee is contained at Appendix 1 to this Request for Comments.

The Chair of the Committee is Purdy Crawford Q.C., counsel to Osler, Hoskin & Harcourt LLP. Other members of the Committee are Carol Hansell, partner with Davies, Ward & Beck; William Riedl, president and CEO of Fairvest Securities Corporation; Helen Sinclair, CEO of BankWorks Trading Inc; David Wilson co-chairman and co-CEO at Scotia Capital; and Susan Wolburgh Jenah, OSC general counsel. The Committee has retained Anita Anand, Assistant Professor, Faculty of Law, Queen’s University and Janet Salter, lawyer with Osler, Hoskin & Harcourt LLP to assist the Committee in its review. They will be assisted by Rossana Di Lieto, Legal Counsel, OSC.

Request for Comments:

The Committee is seeking input from market participants in connection with its review of the legislation, regulations and rules relating to matters dealt with by the Commission. To stimulate input, the Committee has prepared an illustrative set of questions (the “Issues List”) which it proposes to consider. The Issues List is published in the April 28, 2000 edition of the Ontario Securities Commission Bulletin and can be accessed at the OSC’s website at www.osc.gov.on.ca.

The Issues List is intended as a catalyst for discussion only. Commenters are welcome to raise other matters that they believe fall within the Committee’s mandate to consider. The Committee recognizes that certain matters may currently be under consideration by regulators or other entities but welcomes input on such matters as well.

By its very nature, the Issues List might give the impression that the Committee intends to recommend a more complex and comprehensive regulatory regime than currently exists. This is not the intention of the Committee. The Committee believes that it is necessary to find compelling public policy grounds to justify regulation. The Committee believes that

where regulation is necessary, in many instances, self-regulation is desirable.

Draft Report:

The Committee proposes to prepare a report outlining the results of its consultation process and its recommendations. The report will be based in part on matters raised in the Issues List, but the Committee is not bound to address all items raised on the List, and may address other matters raised by commenters. The Committee will first publish the report in draft for comment.

Comments:

Interested parties are invited to make written submissions with respect to the Issues List or other matters which commenters wish to raise. Submissions received by June 9, 2000 will be considered by the Committee. The following guidelines provide general information about making submissions to the Committee and the manner in which the Committee will handle the submissions.

Form of Submissions

Submissions should be sent in duplicate to:

Purdy Crawford
Osler, Hoskin & Harcourt LLP
Barristers & Solicitors
Box 50, 1 First Canadian Place
Toronto, Ontario M5X 1B8

A diskette containing the submissions should also be submitted.

All submissions should indicate a contact person and contact details (return address, telephone and fax numbers, e-mail address), who would be available to respond to inquiries from the Committee in connection with the submission.

Comment letters submitted in response to the Request for Comments will be placed on the public file and form part of the public record, unless confidentiality is requested. Since the Committee wishes to carry out its responsibilities in an open and accessible manner, requests for confidentiality are discouraged and should be limited to situations involving only highly confidential information where disclosure could be detrimental. Persons submitting comment letters should be aware that the press and members of the public may be able to obtain access to any comment letter, even if the Committee does not put the letter on the public file.

Consultation Process

The Committee does not intend to hold formal public hearings concerning the Issues List. Persons or entities making submissions may be approached by the Committee or its staff to expand upon their submissions or to enable Committee members to make further inquiries.

Dated: April 28, 2000.

SECURITIES REVIEW ADVISORY COMMITTEE

ISSUES LIST

Commenters are encouraged to refer to the Commentary and Additional Questions (the "Commentary") attached to this Issues List for background information and elaboration on certain of the issues outlined below.

I. Principles Underlying Securities Regulation

Fundamental Principles

The Closed System

II. Focus and Scope of Legislation

General

Regulation of Registrants

Self-Regulatory Organizations and Other Market Intermediaries

Tiered-Holding System

Continuous Disclosure Obligations

Mutual Funds

Shareholder Communications and Take-over Bids

Enforcement

III. Impact of Regulatory Harmonization and Globalization Trends

IV. Impact of Technology

V. Mandate and Role of the Commission

I. Principles Underlying Securities Regulation

Fundamental Principles

1. Does the current statutory regime effectively balance the dual objectives of protecting investors and fostering efficient capital markets?
2. Securities regulation could be based on a statute that sets out broad principles and standards of market behaviour, as well as powers to deal with contravention of these standards. In this model, any detailed rules that might be required would be reflected in subordinate instruments, such as rules. Such a model would be flexible in its ability to adapt to market changes and trends. Is such a model desirable? If so, what broad principles and standards of market behaviour should be included in the legislation?
3. Does the Act¹ adequately account for the marketplace shift from trade execution towards "assets under management" and "advice giving"? Should these activities be regulated differently than they are now?

The Closed System

4. Is there a simpler approach that could replace the closed system but which would still protect investors, foster fair markets and maintain an appropriate balance between private and public offerings?
5. What exemptions from the prospectus and/or registration requirements of the Act should be added or removed?
6. Securities transactions are often artificially structured to avoid hold periods under the Act which result from the closed system. Should another approach be adopted to prevent sophisticated persons from being able to structure transactions to avoid control block restrictions?
7. The legending of security certificates to indicate and give notice of restrictions on resale is a concept that is incompatible with the holding of securities in book based form. In view of this reality, as well as the fact that securities are fungible, legends on certificates may not be transparent or effective. What alternatives exist, assuming the closed system continues in effect?

II. Focus and Scope of Legislation

General

8. The regulation of financial services in Canada is structured around the nature of the institution (bank, insurance company, dealer) which is providing the service, rather than around the service itself. This has produced a rising number of circumstances where similar activities or products are regulated in a different

¹ Securities Act, R.S.O. 1990, C. S.5.

fashion, depending on the nature of the financial conglomerate offering the product or service.

- a. Should securities regulation be amended to reflect the shift in the way financial markets are structured? For example, are the current exemptions from regulation of securities based on the issuer still appropriate?
 - b. Should legislation include some formal requirement to facilitate the coordination between financial services regulators?
9. Should financial services regulators, including self-regulatory organizations ("SROs"), have the ability to handle consumer complaints through ombudsman or arbitration schemes? If so, what type of complaint handling schemes would be desirable in Ontario?
 10. Should the Act be integrated with the *Commodity Futures Act*² and the Commission be given explicit jurisdiction over derivatives?

Regulation of Registrants

11. Currently, securities legislation requires dealers to be registered when they "trade in securities in the capacity of principal or agent".³ Rather than focusing on whether or not a dealer is "trading," should the requirement to be "registered" be based on whether the dealer is engaged in, or is holding itself out as being engaged in, the business of buying, selling or otherwise advising with respect to securities?
12. Largely as a result of the Internet and related technological developments, investors have direct access to the markets today.
 - a. What is the role of an "intermediary" in the context of disintermediated markets? For example, are there activities or transactions that should be exempt from the need to involve a regulated intermediary? If so, what are they?
 - b. To what extent do traditional obligations of registrants such as assessment of suitability and "know-your-client" need to be re-examined in the context of a disintermediated and electronic trading environment? In this context, do distinctions need to be drawn between registrants that are under a fiduciary obligation to their clients versus those that are not?
13. Should the concept of universal registration be eliminated? Alternatively, how might the current multiple categories of registration be simplified and streamlined?

Self-regulatory Organizations and Other Market Intermediaries

14. The Act recognizes the important role played by recognized SROs and establishes that the Commission should, subject to an appropriate system of supervision, rely on these SROs. In view of the critical role played by these recognized SROs:
 - a. Should the legislation be more explicit in recognizing that SROs have the authority to enforce their own rules and ensuring that they have the necessary tools to do so?
 - b. Should recognized SROs have the authority and obligation to enforce compliance not only under their own rules but also Ontario securities law?
 - c. Should securities law permit or prohibit an SRO from acting as a trade association?
15. Currently stock exchanges are precluded from carrying on business in Ontario unless recognized by the Commission.⁴ Should other SROs, clearing agencies, and quotation and trade reporting systems be required to obtain recognition from the Commission?
16. Does the Act need to address in a more comprehensive fashion the SRO regulatory oversight function and provide for the necessary tools to ensure that such oversight remains effective?
17. Should the provision of custody services be a registrable activity or be subject to express requirements under the Act?

Tiered-Holding System

18. Canadian law governing transfers and secured lending transactions involving investment securities relies upon concepts of possession and delivery of security certificates to complete a transfer or to perfect a pledge. The use of these concepts reflects an era when actual physical delivery of security certificates was the normal method of settling transactions and perfecting pledges. The concepts of actual or deemed possession and delivery work less well, however, when applied to the modern indirect holding system which now exists in Canada. How should Ontario and other Canadian provinces modernize laws that govern the holding, transferring and pledging of securities held through the indirect holding system? How closely should Article 8 of the U.S. Uniform Commercial Code ("Revised Article 8") be followed?⁵

² R.S.O. 1990, Ch. c. 20.
³ Subsection 1(1) Definition of "Dealer" and subsection 25(1).

⁴ Subsection 21(1).
⁵ See Commentary 18, *infra*.

Continuous Disclosure Obligations

General

19. In response to the increasing importance of the secondary markets, the Commission has taken action on a number of fronts as outlined in the Commentary.
- a. Does the present structure of the Act adequately respond to the increasing importance of the secondary market? For example, a successful continuous disclosure monitoring system requires effective regulatory tools to deal with misleading or inappropriate disclosure practices to encourage issuer compliance. Are additional powers or remedies needed to facilitate the Commission's enhanced role in monitoring continuous disclosure?
 - b. Are there any changes which should be made to the Act to improve the content, quality and timing of continuous disclosure?
 - c. Should there be statutory civil liability for misrepresentations in continuous disclosure documents?

Materiality

20. Securities legislation currently focuses on "material facts" and "material changes" for various purposes such as prospectus disclosure and continuous disclosure obligations, insider trading rules and proxy solicitation rules.
- a. Is the existing standard of materiality for purposes of triggering continuous disclosure obligations appropriate?
 - b. Would a focus on "material information" be more appropriate regardless of whether or not there has technically been a "change" in the issuer's affairs?
 - c. Should Ontario securities law require the reporting of specified events rather than attempting to specify whether information meets a certain standard of materiality?

Financial Disclosure

21. The Act requires financial statements of reporting issuers to be prepared in accordance with generally accepted accounting principles (GAAP) and audited and reported upon in accordance with generally accepted auditing standards (GAAS).⁶ The Act also provides the Commission with specific rule-making powers with respect to the accounting and auditing standards to be applied in financial statements and auditors' reports filed with the Commission.⁷ To date, the Commission has chosen not to exercise its rule-

making powers in any manner that overrides the standards set out in the CICA Handbook.

- a. Are traditional GAAP/GAAS financial statements adequate in today's markets? For example, should the current accounting principles applicable to compensation options be reviewed to ensure that the accounting treatment of options conforms to standards of good corporate governance?
- b. What reforms should be adopted to facilitate uniform international accounting standards?

Selective Disclosure

22. Is the practice of "selective disclosure" an issue that should be addressed by regulation? If so, what regulation would be appropriate? Is the approach of the U.S. Securities and Exchange Commission (the "SEC") one that should be adopted?
23. How do concerns with respect to selective disclosure impact on traditional views with regard to "road show" presentations?

Mutual Funds

24. Are any reforms necessary under the Act to improve fund governance? Should there be a requirement for an independent board? If so, what responsibilities should be attributed to the board? What should the powers of the board be in the event it does not agree with management?
25. Should fund managers be regulated or be required to be registered?
26. As part of the proposal to introduce statutory civil liability for misrepresentations in continuous disclosure documents, the CSA is proposing to change the definition of "material change" when used in relation to mutual funds to parallel the definition of "significant change" in National Instrument 81-102 Mutual Funds.⁸

⁸ Under the draft legislation "material change" when used in relation to an issuer that is an investment fund, means.

- (i) a change in the business, operations or affairs of the issuer that would be considered important by a reasonable investor in determining whether to purchase securities of the issuer, or in determining whether to continue to hold securities of the issuer, or
- (ii) a decision to implement a change referred to in subparagraph (i) made,
 - (A) by senior management of the issuer who believe that confirmation of the decision by the board of directors or such other persons acting in a similar capacity is probable, or
 - (B) by senior management of the investment fund manager of the issuer who believe that confirmation of the decision by the board of directors of the investment fund manager of the issuer or such other persons acting in a similar capacity is probable.

⁶ Securities Act, R.R.O. 1990, Regulation 1015, Section 2.
⁷ Clause 143(1)25.

Should this revised standard for mutual funds be reflected in the Act?

27. Since 1997, the CSA have been working with the Investment Dealers Association of Canada and The Investment Funds Institute of Canada to facilitate the establishment of a self-regulatory organization for distributors of mutual funds in Canada. Moreover, in May, 1998 the CSA promulgated rules governing mutual fund sales practices. More recently, the CSA published a position paper which sets out acceptable ways in which securities firms will be expected to structure themselves for the purposes of distributing securities to the investing public. Are there additional reforms that are necessary or desirable in the area relating to the distribution of investment funds?

Shareholder Communications and Take-over Bids

28. Proposed amendments to the *Canada Business Corporations Act*⁹ have been introduced which are intended to encourage and facilitate communications among shareholders. The SEC has also amended its proxy rules to foster more open communication among shareholders.¹⁰ Are there complementary reforms that are necessary or desirable under the Act or *Business Corporations Act* (Ontario)?¹¹
29. Recently the Committee of the Investment Dealers Association of Canada to Review Take-Over Bid Time Limits (the "Zimmerman Committee") issued a report which recommended a number of changes in the regulation of take-over bids. Many CSA jurisdictions, including Ontario, have now enacted legislation, subject to proclamation, which would implement the recommendations of the Zimmerman Committee.¹²
- a. Are additional reforms necessary or desirable in the area of take-over bid or issuer bid regulation?
- b. Does the current legislation properly capture those transactions that should be subject to take-over bid regulation?

Enforcement

30. Are the current detection and disclosure provisions with respect to insider trading sufficient? Does the

Commission need additional enforcement authority in dealing with insider trading?

31. Securities legislation in many jurisdictions includes fraud and market manipulation as specific contraventions against which securities regulators have the power to act. Should such offences be expressly included in the Act?

III. Impact of Regulatory Harmonization and Globalization Trends

32. While securities regulation continues to be administered provincially, there has been an increasing trend towards inter-provincial cooperation and harmonization in the administration of securities regulation across Canada.
- a. Is the mutual reliance review system an effective means of achieving inter-provincial cooperation and harmonization?
- b. Are there other areas of securities regulation where it would be beneficial to have a more "seamless" form of regulation between provincial securities regulators?
- c. Should the Act explicitly recognize the ability of the Commission, in appropriate circumstances, to delegate functions to other securities regulators in Canada or elsewhere?
33. Capital markets are becoming more international in character but regulation still exists only at the domestic level: The transnational nature of global trading has removed securities transactions from the full jurisdictional reach of domestic regulation. As discussed in the Commentary, this is an issue that the European Community has recently addressed. How does one ensure proper regulation from a domestic perspective without compromising global competitiveness for issuers and investors?

IV. Impact of Technology

34. The Act is "paper-based" and is oblivious to the emergence of the Internet and E-commerce transactions. Are changes to the legislation necessary in view of technological developments for instance with respect to continuous disclosure obligations, insider trading reporting, prospectus offerings etc.?¹³
35. Is any new regulation required to address the use of the Internet as a means for issuers to communicate with their shareholders? For example, is regulation required to enable shareholders to vote on-line and similarly to receive on demand, or access from a central web site, electronically-transmitted press releases and public filings?

⁹ R.S.C. 1985, c. C-44.
¹⁰ *Regulation of Communications Among Shareholders*, 17 CFR Parts 240 and 249, Release No. 34-31326170 and *Regulation of Takeovers and Security Holder Communications*, 17 CFR Parts 200, 229, 230, 232, 239 and 240, Release No. 33-7760, 34-420055.
¹¹ R.S.O. 1990, c. B.16.
¹² In Ontario, the amendments proposed by the Zimmerman Committee were included in the *More Tax Cuts for Jobs, Growth and Prosperity Act, 1999* which received Royal Assent on December 14, 1999.

¹³ See NP 47-201 "Trading Securities Using the Internet and Other Electronic Means" (1999) 22 O.S.C.B. 8170.

36. The Internet has made it possible for issuers to sell shares directly to the public without the use of an underwriter. Direct purchase plans allow individuals to contribute through a monthly bank account debit to the purchase of an issuer's shares. In the U.S., Home Depot has currently adopted this practice. A simplified prospectus in plain English is on-line and incorporates by reference its annual and quarterly financial reports. If Canadian issuers begin to raise a portion of their financing in this way, should the Act and regulations be changed to account for this type of offering?
37. The current shareholder communication model reflected in the Act mandates that a reporting issuer "deliver" to security holders specific corporate information. In light of the communication opportunities presented by the Internet and the availability of corporate disclosure through SEDAR is this communication model still appropriate? For example, should securities regulators go further than National Policy 11-201 Delivery of Documents by Electronic Means¹⁴ and shift the onus on to shareholders to request information, in the absence of which they will be deemed to have requested that such information not be delivered?
38. In the Internet age, determining the limits of jurisdiction raises significant issues relating to the scope of the Commission's jurisdiction. Do changes need to be made to the Act to address issues of extra-territoriality that arise in the context of disclosure, offerings and transactions completed on the Internet?

V. Mandate and Role of Commission

39. The Commission received rule-making authority approximately five years ago.
- Is the rule-making process an effective way of regulating?
 - In light of recent experiences, are there changes that should be made to the rule-making process? For example, should the Commission be granted flexibility and discretion when republication is warranted?
40. Are the current enforcement powers of the Commission appropriate?¹⁵ Are there any additional enforcement powers that should be granted to the Commission?
41. Is the Commission's mandate as reflected in the legislation appropriate in today's market?¹⁶ Should the Commission's mandate recognize the importance of securing Ontario's place within global and competitive securities markets?

42. The Act sets out "principles" for the Commission to consider in discharging its statutory mandate.¹⁷ In today's market, are these principles appropriate, relevant and sufficient as bases on which the Commission should discharge its responsibilities?

¹⁴ (1999) 22 O.S.C.B. 8156. The substance and purposes of NP 11-201 is to state the views of the CSA on how obligations imposed by securities legislation to deliver documents can be satisfied by electronic means.

¹⁵ Subsection 127(1) and Section 127.1.

¹⁶ Section 1.1.

¹⁷ Section 2.1.

COMMENTARY AND ADDITIONAL QUESTIONS

Further explanation, examples and additional questions pertaining to matters raised in the Issues List are outlined below. The numbers of the items in this Commentary follow the numbering adopted in the Issues List.

I. Principles Underlying Securities Regulation

Fundamental Principles

3. The Act is structured to regulate "trades" and "distributions". Increasingly, however, revenue is gained not only from trade execution, but also from providing advice, unbundling services (i.e., advice, execution, clearing and settlement) and administering assets under management.

The Closed System

4. The closed system governs exempt distributions under the Act. Introduced in 1979, the system was in part intended to replace the concept of "distributions to the public". While the closed system introduced more certainty in the area of exempt distributions, it also introduced a level of complexity and lack of flexibility into the regulatory regime. A number of regulations and rules have been adopted to address the inevitable gaps as well as the overreaching impact of the system. In addition, the Commission has had to deal with a proliferation of applications for ad hoc relief from these requirements.
5. There have been several recommendations and proposals that have been made in an effort to better assist the capital-raising process. For example, the Final Report of the Task Force on Small Business Financing recommended recasting the current registration and prospectus exemptions.¹⁸ More recently, Commission staff recommended adopting new categories of exemptions in place of the existing ones – see "Revamping the Regulation of the Exempt Market – A Concept Paper prepared by Staff of the Ontario Securities Commission".¹⁹

II. Focus and Scope of Regulation

8. One example of the shift in the way financial markets are structured arises with respect to the number of exemptions in the Act available to various financial institutions for particular types of securities. However, the elimination of the "four pillars" has enabled issuers that offer substantially similar products to be regulated differently depending on which particular regulator governs the issuer.
9. For example, the Investment Dealers Association (the "IDA") recently launched an arbitration process for disputes which cannot be resolved through regular administrative channels within the investment dealer.

The process has been developed for Ontario resident clients of IDA member firms that are registered to undertake business in Ontario. The events in dispute must have originated after June 30, 1998 and the claimed amount must exceed \$6,000 but cannot exceed \$100,000, excluding costs. If the investor decides to utilize this process, the investment dealer is obliged to do so also.

The banking and life insurance sectors in Canada also provide consumer redress mechanisms. Since 1996, the Canadian Banking Ombudsman assisted in resolving complaints from small businesses about bank services. Its mandate was expanded in 1997 to encompass personal banking complaints. In 1998, the Canadian Life and Health Insurance Association introduced an ombudservice to provide informal conciliation for consumers with a complaint about a life insurance company. More recently, the *Report of the Task Force on the Future of the Canadian Financial Services Sector* (released on September 15, 1998) recommended that a legislated federal financial sector ombudsman should be established for customers of all financial institutions.

Finally, as part of ongoing regulatory reforms in the United Kingdom ("UK") the Financial Services Authority (the "FSA") is required to establish a single, compulsory ombudsman scheme for the speedy and informal resolution of disputes between members of the public and FSA-authorized firms.²⁰ The financial services ombudsman will replace the existing eight complaint-handling schemes and will be run by a separate company. The company will be legally and operationally independent of the FSA but will be required to report annually to the FSA on the discharge of its functions.

Regulation of Registrants

11. Registration for trading in securities in the capacity of principal or agent, or registration for being engaged in the business of buying, selling, or otherwise advising with respect to securities, will not capture the activity of all market participants who exert influence over decision-making in respect of the purchase of securities. For example, while portfolio managers must be registered as investment counsel/portfolio managers, and have completed stringent proficiency

²⁰ The FSA was created in October, 1997 to replace the Securities and Investments Board and will eventually absorb nine front line regulatory bodies (including the Securities and Futures Authority, the Insurance Directorate of the Department of Trade and Industry and the Personal Investment Authority) and have ultimate authority over all financial services in the U.K. The relevant legislation is the *Financial Services and Markets Bill* which is expected to receive Royal Assent later this year. Pending Royal Assent, the FSA has been operating under interim arrangements with the existing regulatory bodies. Effective June 1998, the FSA also took over responsibility for the supervision of banks, wholesale money markets and the foreign exchange clearing house, from the Bank of England.

¹⁸ (1996) 19 O.S.C.B. 5753.

¹⁹ (1999) 22 O.S.C.B. 2829.

and experience requirements, equity research analysts, whose opinion often contributes to the investment decisions of portfolio managers, need not be registered and need not have complied with any proficiency or experience requirements.

12. In April, 2000 the CSA announced that relief from suitability and know-your-client obligations will be granted on an application basis to dealers who only provide trade execution services for clients. The relief is subject to the dealer complying with certain conditions including that it be an independent entity or unit which does not provide advice or recommendations; that its representatives not be compensated on the basis of transactional values; and that the client first provide written informed acknowledgement that no advice or recommendations will be given.

Self Regulatory Organizations and Other Market Intermediaries

15. Part VIII of the Act prohibits any stock exchange from carrying on business in Ontario unless recognized by the Commission. However, with respect to SROs other than stock exchanges and with respect to clearing agencies and quotation and trade reporting systems, there is no mandatory recognition requirement. Moreover, the Act does not deal with central depositories and rating agencies. By contrast, in the United States, central depositories and rating agencies are subject to explicit recognition and oversight by the U.S. Securities and Exchange Commission (the "SEC").

17. In 1997 the custody of investments (consisting of safeguarding and administration services) became an "authorisable" activity in the UK. More specifically under the *Financial Services Act 1986*, it is an offence to carry on custody business in the UK without being an authorised or exempted person. Among the reasons identified by the UK government for making custody an authorisable activity were the considerable risks for investors if the enormous amounts of assets held in custody were not properly controlled.

In particular, the UK government identified the following main hazards: (i) misappropriation through fraud; (ii) delivery otherwise than in accordance with authorised instructions; (iii) the improper use of one customer's investments to settle or secure another's obligations; (iv) failure to maintain adequate records identifying an individual customer's entitlement to, and the status of, investments; (v) unauthorised use of customers' investments for a firm's own purpose or commingling of customers' investments with a firm's investments in such a way as to place customers' investments at risk in the event of the firm's insolvency; and (vi) deficiencies in documentation such that the division of responsibilities in the event of loss as between a customer, an authorised firm and any third parties is unclear. Moreover with the dematerialization of securities there was a growing recognition that the role

and responsibilities of custodians were becoming increasingly important yet less clear in law.²¹

Tiered-Holding System

18. Current Canadian law governing transfers and secured transactions involving securities and other financial products is found in various federal and provincial corporate statutes, federal legislation governing financial institutions, such as the federal *Bank Act, Bills of Exchange Act, Depository Bills and Notes Act* and provincial personal property security acts.

In the indirect holding system, in the case of registered securities, the beneficial owner is not shown on the issuer's records. In the case of unregistered securities such as bearer bonds, the beneficial owner does not have actual possession of a negotiable certificate. Instead, the securities are registered or in the possession of a securities depository/clearing agency such as the Canadian Depository for Securities. The records of the depository evidence the securities held on behalf of its various participant brokers, banks and trust companies. The records of each participant show the securities held on behalf of their individual customers (typically, the beneficial owners).

In 1994, Article 8 of the U.S. Uniform Commercial Code was revised ("Revised Article 8"). The objective of Revised Article 8 was not to change securities holding practices, but to provide a clear and certain legal foundation for the indirect holding system. The approach was to reform the rules to more accurately describe the special property interest of one who holds a book-entry security position through an intermediary. Revised Article 8 defines a relationship between an intermediary and entitlement holder by establishing a package of rights and obligations called "security entitlements" which is itself a unique form of property interest and not merely a personal claim against an intermediary.²²

In early 1998, the CSA established a task force whose mandate is to develop a uniform set of Canadian settlement rules and secured lending rules. The intention is for the Canadian rules to be harmonized with Revised Article 8.

Continuous Disclosure Obligations

General

19. In January 1999, the Commission created a Continuous Disclosure Team which is responsible for monitoring and assessing the continuous disclosure record of reporting issuers. The Continuous Disclosure Team intends to review the continuous disclosure record of all

²¹ The Securities and Investments Board, Consultative Paper 90, *Custody* (August 1995).

²² See Eric Spink, Uniform Law Conference of Canada, Report of the Production Committee, *Tiered Holding System – Uniform Legislation Project* (April 30, 1997).

reporting issuers in Ontario on a periodic basis through a combination of targeted and random reviews.

In January 2000, the Commission, together with other members of the CSA, published for comment a concept paper relating to the proposed Integrated Disclosure System.²³ The Integrated Disclosure System would integrate the information which reporting issuers are required to provide to investors in both the primary and secondary markets. The goal is to make it simpler for companies to access the market while providing enhanced disclosure for investors. The foundation of the system would be an upgraded "continuous disclosure base" that offers the public information relating to an issuer and its business. The information would be comparable to the information that is currently provided in a prospectus.

More recently, the Commission published for comment two proposed rules that will upgrade current quarterly reporting requirements. Proposed Rule 52-501, Financial Statements, introduces a new requirement for all public companies to include in interim financial statements an income statement and a cash flow statement for the current quarter in addition to the currently required year to date information.²⁴ Companies will also be required for the first time to provide an interim balance sheet and explanatory notes to the interim financial statements. A company's board of directors and its audit committee will be required to review the interim financial statements before they are filed with the Commission and distributed to shareholders. The proposed Companion Policy urges Boards, in discharging their responsibilities for ensuring the reliability of interim financial statements, to consider retaining external auditors to conduct a negative assurance review.

Proposed Rule 51-501 reformulates existing OSC Policy 5.10 and introduces a new requirement for management to provide a narrative discussion and analysis (MD&A) of interim financial results with the interim financial statements.²⁵ This will enable investors to gain an understanding of past corporate performance and future prospects on a more timely basis. The proposed Rule will replace OSC Policy 5.10 and give the Commission greater ability to enforce compliance with annual and interim MD&A content requirements.

On May 29, 1998 the Commission and other members of the CSA published for comment proposed legislative amendments to the Act which would result in the creation of a limited statutory civil liability regime enabling investors that purchase securities in the secondary markets to bring a civil action against issuers and other responsible parties for misrepresentations in disclosure documents and other statements relating to the issuer or its securities (the "Proposal").²⁶ The

Proposal arose out of the CSA's review and support of the Final Report of the Toronto Stock Exchange Committee on Corporate Disclosure (the "Allen Committee") issued in March, 1997.²⁷ The Allen Committee was established to review continuous disclosure by public companies in Canada and assess the adequacy of such disclosure. The Allen Committee was also asked to consider whether additional remedies ought to be available, either to regulators or to investors, if companies fail to observe the rules.

Materiality

20. CSA National Policy Statement No. 40 ("NP40") and the TSE's Timely Disclosure Policy (the "TSE Policy") are examples of attempts to expand the current concepts of materiality. In November 1997, the Commission published for comment a proposal to amend the definitions of "material fact" and "material change" that would significantly alter the standard of materiality.²⁸ Under the proposed new standard, facts or changes would be "material" if "substantially likely to be considered important to a reasonable investor in making an investment decision". Neither the Commission nor CSA has pursued these changes.

The Allen Committee reviewed the distinction between a "material change" and "material information". The Allen Committee concluded that the distinction was "an exercise in sophistry" but had practical implications insofar as issuers are bound by law to disclose "material changes" and not "material information". In its interim report, the Allen Committee concluded that NP40 and the TSE Policy are examples of successful attempts to expand current concepts of materiality.²⁹ They recommended that material change reporting obligations should be triggered not only when material changes occur but also when material information comes to light. The May 1997 Final Report of the Allen Committee did not refer to these recommendations in the Interim Report.

Financial Disclosure

21. As noted above in commentary 19, the Commission has recently released for comment two rules which will upgrade current quarterly reporting requirements. Under the rules, interim financial statements would be required to include a balance sheet and enhanced note disclosure. Quarterly MD&A would have to be provided; boards of directors, and audit committees where they exist, would be required to review interim financial statements before they are sent to shareholders.

²³ (2000) 23 O.S.C.B. 633.
²⁴ (2000) 23 O.S.C.B. 1793.
²⁵ (2000) 23 O.S.C.B. 1783.
²⁶ "Civil Liability for Continuous Disclosure" (1998) 21 O.S.C.B. 3367.

²⁷ The Toronto Stock Exchange Committee on Corporate Disclosure, *Final Report, Responsible Corporate Disclosure – A Search for Balance* (March 1997).
²⁸ OSC Request for Comment 51-901: "Material Fact and Material Change" (1997) O.S.C.B. 5751.
²⁹ The Toronto Stock Exchange Committee on Corporate Disclosure, *Interim Report, Toward Improved Disclosure – A Search for Balance in Corporate Disclosure* (December 1995).

In the United States, concern about corporate audit practices prompted the SEC to appoint a blue-ribbon panel to determine ways to improve the effectiveness of audit committees. The panel's report, released in 1999, outlined a 10-point plan that included a revised definition of what constitutes an independent director, requirement of an independent audit committee for large listed companies, and criteria governing the size, responsibilities, and financial literacy of audit committees. The Financial Accounting Standards Board in the United States has also proposed eliminating the ability of issuers to use "pooling of interests" accounting principles.

In 1999 the International Accounting Standards Committee ("IASC") completed its work in the development of a core set of international accounting standards for international use. Presently, the International Organization of Securities Commissions is undertaking an assessment of the acceptability of these standards. Since the IASC standards are copyrighted, we have not reproduced them as part of this notice. However, summaries of the IASC standards are available from the IASC website at www.iasc.org.uk.

Selective Disclosure

22. Recently, the SEC proposed new rules for comment to address the practice commonly known as "selective disclosure".³⁰ The SEC's proposed Regulation FD ("Fair Disclosure") provides that if an issuer, or any person acting on its behalf, discloses material non-public information to any other person, the issuer must simultaneously (for intentional disclosures) or promptly (for non-intentional disclosures) make public disclosure of that same information.

The Allen Committee also addressed "equality of access" issues in both its Interim and Final Reports. The Allen Committee made a number of recommendations designed to equalize access of information among investors and prevent selective disclosure of material information. In particular it recognized that the regulatory concern relating to selective disclosure is that "access to better information - let alone to material undisclosed information - represents an inequality of access between retail and institutional investors".

Mutual Funds

24. In her report concerning the investment funds industry (the "Stromberg Report"),³¹ Glorianne Stromberg made numerous recommendations relating to the operation and regulation of mutual funds in Canada. One of her recommendations was that investment funds should be

required to have an independent board of directors.³² In its response to the Stromberg Report, the Investments Funds Steering Group agreed with the recommendation, suggesting that each fund family should have a board of at least five members, the majority of whom are independent of the manager and an audit committee comprised entirely of independent members of the board.³³

Rules in the United States currently require boards of directors for investment funds. Recently the SEC has proposed amending the rules to require that: at least half and up to two-thirds of a fund's directors be independent; and that boards have better access to legal counsel unaffiliated with the fund.

25. The Stromberg Report recommended registration of mutual fund managers.³⁴ The Investment Funds Steering Group felt that matters relating to the governance of fund managers as corporate entities should be left to applicable existing corporate and securities laws.³⁵

Shareholder Communications and Take-over Bids

Proxy Rules

28. The SEC amendments permit communications among shareholders at the following times: before the filing of a registration statement relating to a takeover transaction; before the filing of a proxy statement (regardless of the subject matter or contested nature of the solicitation); and regarding a proposed tender offer without "commencing" the offer and requiring the filing and dissemination of specified information.

In Canada, proponents of this approach argued before the Senate Committee reviewing proposed changes to the *Canada Business Corporations Act* that continued, informal communication amongst shareholders would foster a higher quality of corporate governance and enable better communication among institutional investors.³⁶

Take-over Bids

29. For example, the Commission des valeurs mobilières du Québec has advised in a Notice that it will be asking the CSA Take-Over Bid Committee to consider whether the take-over bid provisions should be extended to transactions which are not structured as take-over bids but which achieve the same result, such as arrangements.³⁷

³² *Ibid.*, pp. 147 – 154.

³³ Investment Funds Steering Group, *The Stromberg Report: An Industry Perspective* (November 1996), p. 50.
³⁴ Stromberg Report, pp. 87 – 90.

³⁵ Investment Funds Steering Group, p. 50 fn. 29.

³⁶ Report of The Standing Senate Committee on Banking, Trade and Commerce, *Corporate Governance* (August 1996).

³⁷ Bulletin hebdomadaire 2000-02-11 Vol. XXXI no. 06, pp. 4 – 5.

³⁰ *Selective Disclosure and Insider Trading*, Release Nos. 33-7787, 34-42259, IC-24209. File No. S7-31-99 (December 20, 1999).

³¹ *Regulatory Strategies for the Mid-90s – Recommendations for Regulating Investment Funds in Canada* (January 1995).

Enforcement

Insider Trading

30. The use of structured products allows insiders to dispose of economic interests in their securities without disposing of the securities themselves (thereby possibly avoiding insider trading rules). Such products also enable an insider to structure a transaction to deal with his or her holdings without necessarily triggering control block or escrow rules. Should these types of transactions be regulated?

Securities Fraud

31. For example, are additional powers needed to deal with "pump and dump" behaviour?³⁸

III. Impact of Regulatory Harmonization and Globalization Trends

32. Recent examples of the trend towards inter-provincial co-operation and harmonization in the administration of securities regulation across Canada include the establishment of the Canadian Securities Regulatory System; the increasingly important role played by the CSA (an informal association representing the Chairs of each of the provincial securities regulators); and the adoption of mutual reliance initiatives. More specifically, the CSA have adopted (or are developing) a mutual reliance review system for filings of prospectuses and AIFs for mutual fund and other issuers; continuous disclosure filings by issuers; applications for discretionary relief; and applications for registration of advisers and members of SROs.³⁹

33. For example, as part of its 1992 common market program, the European Community (the "EC") adopted the Investment Services Directive (the "ISD"). Among other things, the ISD grants authorisation to EC investment firms to conduct cross-border operations anywhere in the EC either by physical presence (e.g. branch) or by remote access (i.e., electronic trading) based on a license issued by their respective home states.⁴⁰ In return for safeguarding the basic right to branch into or deal across borders with persons in other European member states, investment firms throughout the EC will be subject to certain minimum authorisation requirements and ongoing supervision. Is the European model an appropriate solution for Canada?

³⁸ In the classic "pump and dump" scheme, promoters artificially inflate a stock's price by making false claims about the issuer and by using high-pressure sales tactics to lure investors. After a substantial increase in the share price, the promoters and sometimes the insiders of the issuer take their profits and the stock price plummets. (1999) 22 O.S.C.B. 7293.

³⁹ ⁴⁰ Investment services include brokerage, dealing as principal, market making, portfolio management, underwriting, investment advice, safekeeping and administration.

V. Mandate and Role of the Commission

39. For example, under the Act, the Commission is required to republish for comment a proposed rule where the Commission proposes "material changes" to the original rule proposal that was published for comment.⁴¹ This requirement has often led to multiple republications of proposed rules and significant time delay. By contrast, SEC proposals are not subject to a second (or subsequent) comment period provided that the final rule is a "logical outgrowth" of the rule-making proceeding when viewed in light of the original proposal and call for comments.

40. Many securities regulators in Canada and globally have the power to levy monetary penalties. Should the Commission have such an enforcement power? Moreover, should the number of public interest orders that the Commission can make be expanded to include some of the orders that a court can make under section 128(3) of the Act? For example, should the Commission have the power to make a compliance order as set out under subsection 128(3)1? Similarly, should the Commission have the power to order that a registrant repay to its clients all or any part of the money paid by the client for securities purchased through the registrant where the registrant has behaved inappropriately in that context?

41. The mandate of the Commission is to: (a) provide protection to investors from unfair, improper or fraudulent purposes; and (b) foster fair and efficient capital markets and confidence in capital markets. In the UK, under the *Financial Services and Markets Bill*, the statutory objectives of the FSA are to: (i) maintain market confidence; (ii) promote public awareness; (iii) protect consumers; and (iv) reduce financial crime.

42. It is useful to note guiding principles that have been proposed or enacted with respect to other administrative bodies. In the UK under the *Financial Services and Markets Bill*, the FSA in pursuing its statutory objectives must have regard to (i) the need to use its resources in the most efficient and economic way; (ii) the responsibilities of those who manage the affairs of authorized persons; (iii) the principle that restrictions imposed on firms and markets should be in proportion to the expected benefits for consumers and the industry; (iv) the desirability of facilitating innovation in connection with regulated activities; (v) the international character of financial services and markets and the desirability of maintaining the competitive position of the UK; (vi) the need to minimize the adverse effects on competition that may arise from any exercise of its general functions; and (vii) the desirability of facilitating competition between those who are subject to any form of regulation by the FSA.

The Australian Securities and Investments Commission ("ASIC") enforces and administers Corporations Law and consumer protection law for investments, life and

⁴¹ Subsection 143.2(7).

general insurance, superannuation and banking (except lending) throughout Australia. The ASIC has the function of monitoring and promoting market integrity and consumer protection in relation to the Australian financial system, the provision of financial services, and the payment system. In performing its functions and exercising its powers, the ASIC must strive to: (i) maintain, facilitate, and improve, the performance of the financial system and the entities within that system in the interests of commercial certainty, reducing business costs, and the efficiency and development of the economy; (ii) promote the confident and informed participation of investors and consumers in the financial system; (iii) achieve uniformity throughout Australia in how the Commission and its delegates perform those functions and exercise those powers; (iv) administer the laws that confer functions and powers on it effectively and with a minimum of procedural requirements; (v) receive, process, and store, efficiently and quickly, the information given to the Commission under the laws that confer functions and powers on it; (vi) ensure that information is available as soon as practicable for access to the public; and (vii) take whatever action it can take, and is necessary, in order to enforce and give effect to the laws that confer functions and powers on it.⁴²

Appendix 1

Advisory committee appointed to review securities law

Ministry of Finance News Release - TORONTO, March 2 /CNW/ - Finance Minister Ernie Eves announced he has established an Advisory Committee to review the province's securities legislation. The Committee's mandate is to ensure the legislation is up-to-date and enables the Ontario Securities Commission to aggressively and proactively enforce clear standards to protect investors and foster a fair and efficient marketplace.

"Securities regulation that is firm, fair and effective instills investor confidence which is fundamental to economic growth and job creation," Eves said.

The committee will be chaired by Purdy Crawford Q.C., counsel to Osler, Hoskin & Harcourt, former chairman of Imasco and chairman of AT&T Canada. Other committee members are Carol Hansell, a partner with Davies, Ward & Beck; William Riedl, president and CEO of Fairvest Securities Corporation; Helen Sinclair, CEO of BankWorks Trading Inc; David Wilson co-chairman and co-CEO at Scotia Capital; and Susan Wolburgh Jenah, OSC general counsel.

Minister Eves extended his personal thanks to each of the committee members for agreeing to participate. "This is a group of highly qualified individuals who will bring to the table a depth of knowledge and diversity of perspectives," Eves said.

As a result of the Securities Amendment Act, 1994, the government is required to review the legislation, regulations and rules relating to matters dealt with by the Ontario Securities Commission every five years.

Purdy Crawford Q.C. is counsel to the law firm of Osler, Hoskin & Harcourt, former chairman of Imasco and chairman of AT&T Canada. A Harvard Law graduate, and member of the Ontario Bar, Mr. Crawford has received a number of honours including Officer of the Order of Canada and Honorary Doctorates of Laws from Mount Allison University and Dalhousie University. Mr. Crawford is chancellor of Mount Allison University and a director of a number of public companies in Canada and the United States. Mr. Crawford has agreed to chair the Advisory Committee.

Carol Hansell, is a partner with the law firm Davies, Ward & Beck specializing in corporate finance and securities, as well as mergers and acquisitions. Ms. Hansell has written a number of papers, articles and commentaries on a variety of corporate governance topics and is the author of *Directors and Officers in Canada: Law and Practice*.

William Riedl is the president and CEO of Fairvest Securities Corporation, an institutional stock brokerage firm specializing in matters of corporate governance and shareholder rights. He is also a director of the Investment Dealers Association of Canada.

Helen Sinclair is CEO of BankWorks Trading Inc. She was president of the Canadian Bankers Association from 1989 to 1996, and prior to that senior vice president and general manager, planning and legislation for Bank of Nova Scotia.

⁴² *Australian Securities and Investments Commission Act, 1989, subsection 1(2).*

Ms. Sinclair is a governor of York University, past chair of the YMCA of Greater Toronto, and a director of a number of public companies including TD Bank and Stelco.

David Wilson is the co-chairman and co-CEO at Scotia Capital and has an extensive background in corporate finance. Mr. Wilson is a past chairman of the Investment Dealers Association of Canada, and a director of a number of companies, including Rogers Communications Inc.

Susan Wolburgh Jenah is the general counsel for the Ontario Securities Commission, responsible for providing general legal and policy advice and project management support to both the Commission and staff. Ms. Jenah joined the OSC in August 1983 and has held various positions.

Chapter 2

Decisions, Orders and Rulings

2.1 Decisions

2.1.1 Alliance Forest Products Inc. - MRRS Decision

Headnote

Dutch auction issuer bid - With respect to securities tendered at or below the clearing price, offer providing for full take-up of and payment for shares tendered by odd lot holders, as well as additional purchases from certain shareholders in order to prevent the creation of odd lots - Offeror exempt from the requirement in the legislation to take up and pay for securities proportionately according to the number of securities deposited by each securityholder and the associated disclosure requirement - Offeror also exempt from the requirement to disclose the exact number of shares it intends to purchase - Offeror also exempt from the valuation requirement on the basis that there is a liquid market for the securities.

Ontario Statutes Cited

Securities Act, R.S.O. 1990, c. S.5, as am, ss. 95(7) and 104(2)(c)

Ontario Regulations Cited

Regulation made under the Securities Act, R.R.O. 1990, Reg. 1015, as am., s. 189(b) and Items 2 and 9 of Form 33

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

AND

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

AND

IN THE MATTER OF
ALLIANCE FOREST PRODUCTS INC.

MRRS DECISION DOCUMENT

WHEREAS the Canadian securities regulatory authority or regulator (the "Decision Maker") in each of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Quebec, Nova Scotia and Newfoundland (the "Jurisdictions") has

received an application from Alliance Forest Products Inc. (the "Corporation") for a decision pursuant to the securities legislation (the "Legislation") that, in connection with the proposed purchase by the Corporation of a portion of its outstanding common shares ("Shares") pursuant to an issuer bid (the "Offer"), the Corporation be exempt from the requirements in the Legislation to: (i) take up and pay for securities proportionately according to the number of securities deposited by each securityholder (the "Proportionate Take-up and Payment Requirement"); (ii) provide disclosure in the issuer bid circular (the "Circular") as to the number of securities sought and of the proportionate take-up and payment (the "Associated Disclosure Requirements"); and (iii) obtain a valuation of the Shares and provide disclosure in the Circular of such valuation, or a summary thereof, and of prior valuations (the "Valuation Requirement").

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 the Corporation has represented to the Decision Maker as follows:

1. The Corporation is a reporting issuer or the equivalent in each of the Jurisdictions.
2. The Principal office of the Corporation is located in Montreal, Québec.
3. The Corporation is not in default of any securities legislation in the jurisdictions.
4. The authorized capital of the Corporation includes an unlimited number of Shares, of which approximately 35,212,286 Shares were outstanding as of January 31, 2000.
5. The Shares are listed and posted for trading on The Toronto Stock Exchange (the "TSE"), and the New York Stock Exchange. On January 31, 2000, the closing price of the Shares on the TSE was \$17.20 per Share. Based upon such closing price, the Shares had an aggregate market value of approximately \$605,651,319.20 as at that date.
6. The Corporation has made up to a maximum of \$100,000,000 available to purchase Shares under the Offer.
7. The Offer has been made pursuant to the following procedure:

- (a) the Circular specifies the range of prices (the "**Range**") within which the Corporation is prepared to purchase Shares under the Offer;
 - (b) the maximum aggregate amount that the Corporation will expend to purchase Shares pursuant to the Offer is \$100,000,000;
 - (c) any holder of Shares (a "**Shareholder**") wishing to tender to the Offer will have the right to tender a specified number of Shares, representing all or a portion of the Shareholder's Shares at the Shareholder's discretion;
 - (d) a Shareholder wishing to tender to the Offer will have the right either to: (i) specify the lowest price within the Range at which he, she or it is willing to sell the tendered Shares (an "**Auction Tender**"); or (ii) elect to be deemed to have tendered the Shares subject to his, her or its Specified Tender Election at the Purchase Price determined in accordance with subparagraph 7(e) below (a "**Purchase Price Tender**");
 - (e) the purchase price (the "**Purchase Price**") of the Shares tendered to the offer will be the lowest price within the Range that will enable the Corporation to purchase tendered Shares having an aggregate Purchase Price not exceeding \$100,000,000 with each Purchase Price Tender being considered a tender at the lowest price in the Range for the purpose of calculating the Purchase Price;
 - (f) any Shareholder who owns less than 100 Shares and tenders all of his, her or its Shares pursuant to a Specified Tender Election either pursuant to an Auction Tender at or below the Purchase Price or pursuant to a Purchase Price Tender will be considered to have made an "**Odd-Lot Tender**";
 - (g) if the aggregate Purchase Price for Shares validly tendered to the offer and not withdrawn is less than or equal to \$100,000,000, the Corporation will purchase all Shares so deposited pursuant to the Offer;
 - (h) the Corporation will take up and pay at the Purchase Price all Shares tendered below the Purchase Price;
 - (i) if more Shares are tendered for purchase at the Purchase Price than can be purchased for \$100,000,000, the Corporation will take up and pay for tendered Shares at the Purchase Price on a *pro rata* basis according to the number of Shares tendered by Shareholders, except that Shares tendered pursuant to Odd-Lot Tenders shall not be subject to pro ration;
 - (j) all Shares tendered at prices above the Purchase Price will be returned to the appropriate Shareholders; and
 - (k) all Shares tendered by Shareholders who specify a tender price for such tendered Shares that fall outside the Range will be considered to have improperly tendered, will be excluded from the determination of the Purchase Price, will not be purchased by the Corporation and will be returned to the tendering Shareholders.
8. Prior to the expiry of the Offer, all information regarding the number of Shares tendered and the prices at which such Shares are tendered will be kept confidential, and the depository will be directed by the Corporation to maintain such confidentiality until the Purchase Price is determined.
9. Since the Offer is for less than all the Shares, if the number of Shares tendered to the Offer at or below the Purchase Price exceeds the maximum number of Shares that can be purchased for \$100,000,000, the Legislation would require the Corporation to take up and pay for deposited Shares proportionately, according to the number of Shares deposited by each Shareholder. In addition, the Legislation would require disclosure in the Circular that the Corporation would, if Shares tendered to the Offer exceeded that number of Shares that can be purchased under the Offer, take up such Shares proportionately according to the number of Shares tendered by each Shareholder.
10. The Circular:
- (a) discloses the mechanics for the take-up of and payment for, or the return of, Shares as described in paragraph 7 above;
 - (b) explains that, by tendering Shares at the lowest price in the Range, a Shareholder can reasonably expect that the Shares so tendered will be purchased at the Purchase Price, subject to pro ration as described in paragraph 7 above; and
 - (c) will contain an opinion from Nesbitt Burns Inc. that there is a liquid market in the Shares.
11. The Corporation received an opinion (the "**Liquidity Opinion**") from Nesbitt Burns Inc., an independent registered dealer, that there is a liquid market in the Shares for minority Shareholders before the making of the Offer and, following the Offer, minority Shareholders who decline the Offer will have available a market that is not materially less liquid than the market that existed prior to the making of the Offer.
12. The TSE, which is the principal Canadian stock exchange on which the Shares are listed and traded, has stated that it concurs with the Liquidity Opinion.

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 in the Jurisdictions pursuant to the Legislation is that, in connection with the Offer, the Corporation is exempt from the Proportionate Take-up and Payment Requirement, the Associated Disclosure Requirements and the Valuation Requirement, provided that Shares tendered to the Offer are taken up and paid for, or returned to the Shareholders, in the manner and circumstances described in paragraph 7 above.

March 6th, 2000.

"Viateur Gagnon"

"Guy Lemoine"

2.1.2 AMEC p.l.c., AGRA Exchangeco Limited and 3040915 Nova Scotia Limited - MRRS Decision

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - relief from the registration and prospectus requirements in respect of certain trades made in connection with a merger involving a Canadian reporting issuer and a U.K. company where exemptions not available for technical reasons - reporting issuer history of Canadian issuer considered in calculating restrictions on resale - time period control block held shares of Canadian issuer pre-merger considered in calculating 12 month hold period for resale from control block - first trade in shares of U.K. issuer shall be a distribution unless executed on a stock exchange outside of Canada.

Continuous Disclosure - reporting issuer exempted from continuous disclosure in respect of exchangeable shares subject to certain conditions. Issuer not required to reconcile to Canadian GAAP provided issuer becomes subject to reporting requirements of *Securities Act of 1934* (United States).

Insider Reporting - reporting issuer exempted from insider reporting requirements subject to certain conditions.

AIF and MD&A - waiver granted to Canadian reporting issuer from requirement to deliver AIF and MD&A.

Applicable Ontario Statutory Provisions

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

Regulations Cited

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

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

AND

IN THE MATTER OF

**THE MUTUAL RELIANCE REVIEW SYSTEM FOR
EXEMPTIVE RELIEF APPLICATIONS**

AND

**IN THE MATTER OF
AMEC p.l.c., AGRA EXCHANGE CO LIMITED
AND
3040915 NOVA SCOTIA LIMITED**

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, Northwest Territories and Nunavut (collectively, the "Jurisdictions") has received an application from AMEC p.l.c. ("AMEC"), AGRA Exchange Co Limited ("Exchangeco") and 3040915 Nova Scotia Limited ("Callco") (collectively, the "Applicant") for a decision pursuant to the securities legislation, regulations, rules and/or policies of the Jurisdictions (the "Legislation") that:

- (i) certain trades and/or distributions of securities in connection with the proposed merger (the "Merger") of AMEC and AGRA Inc. ("AGRA"), to be effected by way of a plan of arrangement (the "Arrangement") under section 192 of the *Canada Business Corporations Act* (the "CBCA") shall be exempt from the requirements contained in the Legislation to be registered to trade in a security (the "Registration Requirements") and to file a preliminary prospectus and a prospectus and receive receipts therefor prior to distributing a security (the "Prospectus Requirements");
- (ii) Exchangeco be exempt from the requirements of the Legislation to issue a press release and file a report regarding material changes (the "Material Change Reporting Requirements"), to file and deliver interim and annual financial statements (the "Financial Statement Requirements"), and to file an information circular (the "Proxy Requirements") and, where applicable, to file an annual information form (including management's discussion and analysis of the financial condition and results of operation of Exchangeco, as defined below) (the "AIF Requirements"); and
- (iii) the requirement contained in the Legislation for an insider of a reporting issuer to file reports disclosing the insider's direct or indirect beneficial ownership of, or control or direction over, securities of the reporting issuer (the "Insider Reporting Requirement") shall not apply to each insider of Exchangeco and its successors; and
- (iv) the first trades in AMEC ordinary shares and Exchangeable Shares (as defined below) issuable in connection with the Arrangement are not subject to the Prospectus Requirements subject to certain terms and conditions.

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 the Applicant has represented to the Decision Makers that:

1. AMEC is a public company in the United Kingdom the ordinary shares and preference shares of which are listed on the London Stock Exchange Limited (the "LSE").
2. AMEC is currently subject to the reporting requirements of the LSE and is not a reporting issuer or the equivalent thereof under the Legislation or under the securities legislation of the United States.
3. AMEC's authorized capital consists of 283,542,139 AMEC Ordinary Shares, 50 pence par value, and 216,457,861 AMEC Preferred Shares, 50 pence par value, of which 215,630,777 AMEC Ordinary Shares and 152,231,895 AMEC Preferred Shares were issued and outstanding at January 31, 2000.
4. Callco is an indirect wholly-owned subsidiary of AMEC. It was incorporated under the *Company Act* (Nova Scotia) on February 25, 2000 to hold the various call rights related to the Exchangeable Shares.
5. The authorized capital of Callco consists solely of common shares. Upon completion of the Arrangement, all of the issued and outstanding common shares of Callco will be held directly or indirectly by AMEC.
6. Exchangeco is an indirect wholly-owned subsidiary of AMEC incorporated under the CBCA on March 10, 2000 for the purpose of implementing the Arrangement.
7. The authorized share capital of Exchangeco will consist of an unlimited number of common shares and an unlimited number of Exchangeable Shares. Upon completion of the Arrangement, all of the outstanding common shares will be held by a wholly-owned subsidiary of AMEC and all of the outstanding Exchangeable Shares (if any) will be held by former AGRA Shareholders who elect to receive Exchangeable Shares in exchange for their AGRA Common Shares under the Arrangement.
8. Upon the completion of the Arrangement and in the event that Exchangeable Shares are issued pursuant to the Arrangement, the Exchangeable Shares will be listed on The Toronto Stock Exchange ("the TSE") and Exchangeco will, where applicable, become a reporting issuer or the equivalent thereof under the Legislation.
9. AGRA is a reporting issuer or the equivalent thereof, where applicable, in all of the provinces of Canada and its shares are listed on the TSE.
10. AGRA's authorized capital consists of an unlimited number of common shares (the "AGRA Common Shares"). As at February 15, 2000, 30,548,908 AGRA Common Shares were issued and outstanding, options to acquire (the "AGRA Options") 1,613,148 AGRA Common Shares were granted and outstanding under

- the AGRA Stock Option Plans, and rights to acquire 63,420 AGRA Common Shares under the AGRA Employee Stock Purchase Plan were granted and outstanding.
11. On February 15, 2000, AMEC and AGRA entered into a merger agreement (the "Merger Agreement"). The Merger will be effected by way of the Arrangement, pursuant to which AMEC, through Exchangeco, will own all of the issued and outstanding AGRA Common Shares.
 12. Subject to the terms of an interim order (the "Interim Order") issued on March 15, 2000 by the Superior Court of Justice (Ontario) (the "Court"), the required approval of the holders of the AGRA Common Shares ("AGRA Shareholders") and holders of AGRA Options ("AGRA Optionholders") (AGRA Shareholders and AGRA Optionholders collectively referred to as the "AGRA Securityholders") to the Arrangement will be 66 2/3% of the votes cast at a meeting (the "Meeting"); each AGRA Shareholder will be entitled to one vote for each AGRA Common Share held and each AGRA Optionholder will be entitled to one vote for each AGRA Common Share such holder would have received on a valid exercise of such holder's AGRA Options.
 13. In connection with the Arrangement, AGRA has sent to the AGRA Securityholders a management proxy circular (the "Circular"). The Circular contains prospectus-level disclosure of the business and affairs of each of AMEC and AGRA and of the particulars of the Arrangement.
 14. Under the Arrangement, each AGRA Shareholder (other than AMEC and its affiliates and an AGRA Shareholder who dissents) will be entitled to elect to receive, at its option, 3.053 Exchangeable Shares (provided that at least 12,750,000 Exchangeable Shares are issuable pursuant to valid elections by AGRA Securityholders), 3.053 AMEC Ordinary Shares or Cdn.\$16 cash for each AGRA Common Share held. Those AGRA Shareholders who do not make a valid election by the time specified in the Circular will be deemed to have elected cash. AGRA Shareholders will receive cash in lieu of any fractional shares they would otherwise be entitled to receive.
 15. Under the Arrangement, each AGRA Optionholder who exercises AGRA Options will be entitled to elect to receive, at its option, 3.053 Exchangeable Shares (provided that at least 12,750,000 Exchangeable Shares are issuable pursuant to valid elections by AGRA Securityholders), 3.053 AMEC Ordinary Shares or Cdn.\$16 cash for each AGRA Common Share held. Cash will be received in lieu of any fractional shares they would otherwise be entitled to receive.
 16. Unexercised, outstanding AGRA Options held by directors, officers and employees of AGRA and its affiliates, to the extent permitted under U.K. law and by the LSE, will be exchanged in the Arrangement for economically equivalent options to purchase that number of AMEC Ordinary Shares equal to the number of AGRA Common Shares subject to such AGRA Options multiplied by 3.053 (the "Replacement Options").
 17. The Exchangeable Shares, together with the Voting and Exchange Trust Agreement (the "Voting and Exchange Trust Agreement") to be entered into by AMEC, Exchangeco and Montreal Trust Company of Canada (the "Trustee") contemporaneously with the closing of the Arrangement, the Support Agreement and the Exchangeable Share Provisions (each as defined below) will provide the holders thereof with a security of a Canadian issuer having economic and voting rights which are, in all material respects, equivalent (without taking into account tax effects) to those of an AMEC Ordinary Share. Subject to adjustments, each Exchangeable Share will be exchangeable by the holder at any time for one AMEC Ordinary Share and will be required to be exchanged on the occurrence of certain events.
 18. 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 AMEC on an AMEC Ordinary Share.
 19. 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 Callco referred to below, upon retraction, the holder will be entitled to receive from Exchangeco for each Exchangeable Share retracted an amount equal to the then current market price for an AMEC Ordinary Share, to be satisfied by the delivery of one AMEC Ordinary Share, plus an amount equal to all declared and unpaid dividends on each such Exchangeable Share held by such holder on any dividend record date which occurred prior to the retraction date (such aggregate amount, the "Retraction Price"). Upon being notified by Exchangeco of a proposed retraction of Exchangeable Shares, Callco 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.
 20. The Exchangeable Shares may be redeemed for AMEC Ordinary Shares on a one-for-one basis at Exchangeco's option after December 31, 2007 or earlier in certain circumstances, including when fewer than 4,250,000 Exchangeable Shares are held by non-AMEC entities.
 21. Subject to the overriding Redemption Call Right of Callco referred to below in this paragraph, Exchangeco will be entitled to redeem all the Exchangeable Shares then outstanding, commencing on December 31, 2007 (the "Redemption Date"). The board of directors may accelerate the Redemption Date in certain circumstances, as described in the Circular, including if there are fewer than 4,250,000 Exchangeable Shares outstanding (other than Exchangeable Shares held by AMEC and its affiliates, and as such number of shares

- may be adjusted as deemed appropriate by the board of directors to give effect to anti-dilution adjustments). Upon such redemption, a holder will be entitled to receive from Exchangeco, for each Exchangeable Share redeemed, an amount equal to the then current market price of an AMEC Ordinary Share, to be satisfied by the delivery of one AMEC Ordinary Share, plus an amount equal to all declared and unpaid dividends on each such Exchangeable Share held by such holder on any dividend record date which occurred prior to the redemption date (such aggregate amount, the "Redemption Price"). Upon being notified by Exchangeco of a proposed redemption of Exchangeable Shares, Callco will have an overriding call right (the "Redemption Call Right") to purchase from the holders all of the outstanding Exchangeable Shares (other than AMEC or its affiliates) for a price per share equal to the Redemption Price.
22. Subject to the overriding Liquidation Call Right of Callco referred to below, 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 an AMEC Ordinary Share on the last business day prior to the liquidation date, to be satisfied by the delivery of one AMEC Ordinary Share, plus an amount equal to all declared and unpaid dividends on each such Exchangeable Share held by such holder on any dividend record date which occurred prior to the liquidation date (such aggregate amount, the "Liquidation Price"). Upon a proposed liquidation, dissolution or winding-up of Exchangeco, Callco will have an overriding call right (the "Liquidation Call Right") to purchase all of the outstanding Exchangeable Shares from the holders thereof (other than AMEC or its affiliates) for a price per share equal to the Liquidation Price.
23. The AMEC Special Voting Share will be issued to and held by the Trustee for the benefit of the holders of Exchangeable Shares outstanding from time to time (other than AMEC and its affiliates) pursuant to the Voting and Exchange Trust Agreement. The Special Voting Share will carry a number of voting rights, exercisable at any meeting of the holders of AMEC Ordinary Shares. Each voting right attached to the AMEC Special Voting Share must be voted by the Trustee pursuant to the instructions received from the holders of the Exchangeable Shares. In the absence of any such instructions from a holder, the Trustee will not be entitled to exercise the related voting rights. Upon the exchange of an Exchangeable Share for an AMEC Ordinary Share, the holder of the Exchangeable Share becomes a holder of an AMEC Ordinary Share and the right of such holder to exercise votes attached to the AMEC Special Voting Share (as well as the votes themselves relating to that holder) terminates.
24. Under the Voting and Exchange Trust Agreement, upon the liquidation, dissolution or winding-up of Exchangeco, AMEC 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 hereafter referred to as the "Automatic Exchange Right"). The purchase price for each Exchangeable Share purchased by AMEC will be an amount equal to the then current market price of an AMEC Ordinary Share, to be satisfied by the delivery to the Trustee, on behalf of the holder, of one AMEC Ordinary Share, together with, on the designated payment date therefor and to the extent not already paid by Exchangeco, all declared and unpaid dividends on each such Exchangeable Share.
25. Under the Voting and Exchange Trust Agreement, upon the liquidation, dissolution or winding-up of AMEC, AMEC 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 hereafter referred to as the "Automatic Exchange Rights on Liquidation"), for a purchase price per share equal to the then current market price of an AMEC Ordinary Share, to be satisfied by the delivery to the Trustee, on behalf of the holder, of one AMEC Ordinary Share, together with, on the designated payment date therefor and to the extent not already paid by Exchangeco, all declared and unpaid dividends on each such Exchangeable Share.
26. Contemporaneously with the closing of the Arrangement, AMEC, Exchangeco and Callco will enter into a support agreement (the "Support Agreement") which will restrict AMEC from declaring or paying dividends on the AMEC Ordinary Shares unless equivalent dividends are declared and paid on the Exchangeable Shares. In addition, pursuant to the Support Agreement, AMEC may not make any changes to the AMEC Ordinary Shares (e.g., subdivision, consolidation or reclassification) unless the same or economically equivalent changes are simultaneously made to, or in the rights of the holders of, the Exchangeable Shares are made.
27. The steps under the Arrangement and the attributes of the Exchangeable Shares, including the issuance of the Exchangeable Shares and the AMEC Ordinary Shares issuable under the Arrangement, and the issuance of AMEC Ordinary Shares upon the exchange of the Exchangeable Shares and upon exercise of the Replacement Options, involve or may involve a number of trades or possible trades (the "Trades").
28. The fundamental investment decision to be made by an AGRA 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 (if the minimum number of Exchangeable Shares are to be issued pursuant to valid elections), AMEC Ordinary Shares or cash in exchange for its AGRA 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 of the AMEC Ordinary Shares, all subsequent exchanges of Exchangeable Shares are in furtherance of the holder's initial investment decision to acquire AMEC Ordinary Shares on the Arrangement. As mentioned above, that investment decision will be

made on the basis of the Circular, which will contain prospectus-level disclosure of the business and affairs of each of AMEC and AGRA and of the particulars of the Arrangement.

29. As a result of the economic and voting equivalency in all material respects between the Exchangeable Shares and the AMEC Ordinary Shares, holders of Exchangeable Shares will, in effect, have an equity interest in AMEC, rather than Exchangeco, as dividend and dissolution entitlements will be determined by reference to the financial performance and condition of AMEC, not Exchangeco. Accordingly, it is the information relating to AMEC not Exchangeco, that will be relevant to holders of both the AMEC Ordinary Shares and the Exchangeable Shares.
30. AMEC will send concurrently to all holders of Exchangeable Shares and AMEC Ordinary Shares resident in Canada all disclosure material furnished to holders of AMEC Ordinary Shares resident in the United Kingdom, including, without limitation, copies of its annual financial statements, semi-annual financial statements and all proxy solicitation materials.

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. the Prospectus Requirements and the Registration Requirements shall not apply to any of the Trades made in connection with or pursuant to the Arrangement, the Voting and Exchange Trust Agreement and the Support Agreement;
2. the first trade in Exchangeable Shares acquired under the Arrangement shall be a distribution under the Legislation of the Jurisdiction in which the trade takes place (the "**Applicable Legislation**"), other than a trade that is otherwise exempt under the Applicable Legislation, provided such Applicable Legislation contains resale restrictions, from the Registration Requirements and Prospectus Requirements, unless such first trade is made in the following circumstances:
 - (i) Exchangeco is a reporting issuer or the equivalent under the Applicable Legislation or where the Applicable Legislation does not recognize the status of a reporting issuer, the requirements described in paragraph 4 below are met;
 - (ii) if the seller is in a "special relationship" with or is an "insider" of Exchangeco (each as defined in the Applicable Legislation) the seller has reasonable grounds to believe that Exchangeco

is not in default of any requirement of the Applicable Legislation;

- (iii) no unusual effort is made to prepare the market or to create a demand for the Exchangeable Shares, and no extraordinary commission or consideration is paid in respect of such first trade;
- (iv) disclosure of the exempt trade is made to the Decision Maker(s) (the Decision Makers hereby confirming that the filing of the Circular with the Decision Makers at the time of mailing the Circular to holders of AGRA Common Shares constitutes disclosure to the Decision Makers of the exempt trade);
- (v) such first trade is not made from the holdings of any person, company or combination of persons or companies holding a sufficient number of any securities of AMEC to affect materially the control of AMEC (any holding of any person, company or combination of persons or companies holding more than 20% of the outstanding voting securities of Exchangeco or AMEC shall, in the absence of evidence to the contrary, be deemed to affect materially the control of AMEC) unless such first trade is made in the following circumstances:
 - (A) Exchangeco is a reporting issuer or the equivalent under the Applicable Legislation or where the Applicable Legislation does not recognize the status of reporting issuer the requirements described in paragraph 4 below are met and is not in default of any requirement of the Applicable Legislation;
 - (B) 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 are listed at least seven days and not more than fourteen days prior to such first trade:
 - (I) a notice of intention to sell in the form prescribed by the Applicable Legislation for control block distributions (the "Control Block Rules") disclosing particulars of the control position known to the seller, the number of Exchangeable Shares to be sold and the method of distribution; and
 - (II) 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 2(v)(B)(I) and the declaration required to be filed under the section 2(v)(B)(II) 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 specified under the original notice have not been sold or until notice has been filed that the Exchangeable Shares so specified or any part thereof are no longer for sale:

- (C) 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 Applicable Legislation;
 - (D) no unusual effort is made to prepare the market or to create a demand for the Exchangeable Shares and no extraordinary commission or other consideration is paid in respect of such first trade; and
 - (E) the seller (or affiliated entity) has held the Exchangeable Shares and/or the AGRA Common Shares, in the aggregate, for a period of at least one year provided that if:
 - (i) the Applicable 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
 - (ii) the seller acquires Exchangeable Shares pursuant to any such prescribed exemptions;
- all Exchangeable Shares held by the seller will be subject to a one year hold commencing on the date any such subsequent Exchangeable Shares are acquired;
- 3. the first trade in AMEC Ordinary Shares acquired under the Arrangement (including upon the exchange of exchangeable shares or upon the exercise of options to acquire AMEC Ordinary Shares) shall be a distribution under the Legislation unless such trade is executed through the facilities of a stock exchange or market outside of Canada;
 - 4. that the Material Change Reporting Requirements, Financial Reporting Requirements and Proxy Requirements shall not apply to Exchangeco and the Insider Reporting Requirements shall not apply to Exchangeco or any insider of Exchangeco who is not otherwise an insider of AMEC, provided that:
 - (a) AMEC sends to all holders of Exchangeable Shares resident in Canada, contemporaneously, all disclosure material furnished to holders of AMEC Ordinary Shares resident in the United Kingdom, including without limitation, copies of its annual financial statements, semi-annual financial statements and all proxy solicitation materials;
 - (b) AMEC files with each Decision Maker copies of all documents required to be filed by it with the LSE;
 - (c) AMEC provides, with any financial statements sent to holders of Exchangeable Shares, a reconciliation to U.S. GAAP, such reconciliation to be audited with respect to annual financial statements, and a narrative reconciliation of significant issues to Canadian GAAP;
 - (d) AMEC complies with the requirements of the LSE 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 press release that discloses a material change in AMEC's affairs; provided that Exchangeco complies with the Material Change Reporting Requirements 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 AMEC Ordinary Shares;

- (e) AMEC 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 AMEC and not in relation to Exchangeco, such statement to include a reference to the economic equivalency between the Exchangeable Shares and the AMEC Ordinary Shares and the right to direct voting at AMEC's Shareholders' meetings pursuant to the Voting and Exchange Trust Agreement;
- (f) AMEC remains the direct or indirect beneficial owner of all the issued and outstanding common shares of Exchangeco; and
- (g) except for securities issued to AMEC or to wholly-owned Subsidiaries of AMEC. Exchangeco does not issue any securities to the public other than the Exchangeable Shares:

provided that, the proviso contained in subparagraph 4(c) above shall be deleted and replaced with subparagraph 4(h) below as of January 1, 2003 in the event that AMEC has not become subject to the reporting requirements of the *Securities Exchange Act of 1934* (United States) by December 31, 2002:

- (h) AMEC provides, with any financial statements sent to holders of Exchangeable Shares, a reconciliation to Canadian GAAP, such reconciliation to be audited with respect to annual financial statements; and
5. that the requirements to file or deliver to holders of Exchangeable Shares quarterly (interim) financial statements shall not apply to Exchangeco or AMEC.

DATED on April 18th, 2000.

"Howard I. Wetston"

"Robert W. Korthals"

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

Provided that the conditions set out in paragraph 4 of this Decision have been complied with, staff of the Decision Makers in Ontario and Saskatchewan will not initiate any regulatory action by reason of Exchangeco not complying with the AIF Requirements.

April 18th, 2000.

"Iva Vranic"

2.1.3 Canadian Venture Exchange Inc. - MRRS Decision

Headnote

Pursuant to the November 1999 merger of the Alberta Stock Exchange (ASE) and the Vancouver Stock Exchange (VSE) under a plan of arrangement under the Business Corporations Act (Alberta), members of the merging ASE and VSE exchanged seats in those exchanges for shares of CDNX. Members are now required to be shareholders of CDNX. CDNX requested relief from ss.74(1), 25 and 53 of the Act in relation to these shares so that members may from time to time transfer the shares to current or new members and CDNX may issue shares to members from treasury. Relief was granted on the basis that CDNX intends to remain a not-for-profit corporation, the CDNX Board of Directors must approve any transfer of the shares and any change in share structure is subject to the oversight of the ASC and BCSC. A first trade in the shares is deemed to be a distribution under the Act unless the trade is made between members or to a prospective member.

Statutes Cited

Securities Act (Ontario) R.S.O., c.S.5 as am. ss. 74, 25, and 53

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

AND

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

AND

IN THE MATTER OF CANADIAN VENTURE EXCHANGE INC.

MRRS DECISION DOCUMENT

1. WHEREAS the local securities regulatory authority or regulator (the "Decision Maker") in each of Alberta, British Columbia and Ontario (the "Jurisdictions") has received an application from Canadian Venture Exchange Inc. (the "Filer") for a decision under the securities legislation of the Jurisdictions (the "Legislation") that the registration and prospectus requirements contained in the Legislation shall not apply to intended trades in shares of the Filer;
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 the Filer has represented to the Decision Makers that:

- 3.1 the Filer was incorporated as a corporation under the *Business Corporations Act* (Alberta) on October 29, 1999;
- 3.2 by virtue of the merger of the Vancouver Stock Exchange (the "VSE") and The Alberta Stock Exchange (the "ASE") on November 26, 1999, the Filer has an authorized share capital of an unlimited number of Class A voting common shares ("Class A Shares") and an unlimited number of Class B non-voting common shares ("Class B Non-Voting Shares" and collectively, with the Class A Shares, the "Shares") and issued Class A Shares to all members of the VSE and ASE that existed immediately prior to the merger (other than dissenting members) and Class B Non-Voting Shares to any members that held more than an aggregate of two seats of the VSE and ASE;
- 3.3 the Filer is not and does not currently intend to become a reporting issuer in any jurisdiction in Canada;
- 3.4 the Shares are not currently listed on any exchange and are not expected to trade over the-counter in any jurisdiction and the Filer has no present intention to apply for a listing of the Shares;
- 3.5 the Filer, from time to time, intends to issue Shares from treasury to new members for which no statutory exemption is available;
- 3.6 individual members, from time to time, may wish to sell Shares to either current members or new members for which no statutory exemption is available;
- 3.7 membership in the Filer is restricted and the Articles, By-laws and Rules of the Filer contain restrictions on the holding and transfer of Shares. Any transfer of Shares requires the approval of the board of directors of the Filer;
- 3.8 the Filer has no current plans to change its share structure;
- 3.9 the Filer is not in default of securities legislation in any of the Jurisdictions;
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 under the Legislation is that the registration and prospectus requirements in the Legislation shall not apply to:

- 6.1 distributions of Shares to members or prospective members of the Filer provided that first trades in Shares shall be a distribution under the Legislation unless such trades are made between members or from a member to a prospective member ,

and further provided that such distributions and trades in Shares receive prior approval of the board of directors of the Filer.

DATED at Calgary, Alberta this 14th day of April , 2000.

"Glenda A. Campbell"

"Eric T. Spink"

2.1.4 Dynamic Infinity Wealth Management Fund et al. - MRRS Decision

Headnote

Subsection 62(5) - Extension of lapse date sought to permit the completion of the audit of the December 31, 1999 financial statements so that information from such audited financial statements can be included in the renewal prospectus in accordance with the requirements of NI 81-101.

Statutes Cited

Securities Act, R.S.O. 1990, c.S.5, as am., 62(5).

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

AND

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

AND

**IN THE MATTER OF
DYNAMIC INFINITY WEALTH MANAGEMENT FUND
DYNAMIC INFINITY INCOME AND GROWTH FUND
DYNAMIC INFINITY CANADIAN FUND
DYNAMIC INFINITY AMERICAN FUND
DYNAMIC INFINITY T-BILL FUND**

MRRS DECISION DOCUMENT

WHEREAS the securities regulatory authority or regulator (the "Decision Maker") in each of the provinces of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Quebec, Nova Scotia, New Brunswick, Prince Edward Island and Newfoundland and Labrador (collectively the "Jurisdictions") has received an application, on behalf of Dynamic Infinity Wealth Management Fund, Dynamic Infinity Income and Growth Fund, Dynamic Infinity Canadian Fund, Dynamic Infinity American Fund and Dynamic Infinity T-Bill Fund (the "Funds"), for a decision under the securities legislation of the Jurisdictions (the "Legislation") that the time periods prescribed by the Legislation for filing the *pro forma* simplified prospectus and *pro forma* annual information form and of the prospectus and annual information form (collectively, the "Renewal Prospectus") of each Fund be extended to the time periods that would be applicable if the lapse date for the distribution of the units of each Fund were June 30, 2000;

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 Dynamic Mutual Funds Ltd. ("Dynamic") and the Funds have represented to the Decision Makers as follows:

1. Dynamic is the trustee and manager of each Fund, and its head office is located in Ontario.
2. Each Fund is an unincorporated open-end mutual fund trust created under the laws of the Province of Ontario by a declaration of trust.
3. The units of the Funds are distributed on a continuous basis in each Jurisdiction pursuant to a simplified prospectus and annual information form dated April 19, 1999, as amended by amendment no. 1 dated September 7, 1999 and amendment no. 2 dated January 7, 2000, and as further amended and restated by an amended simplified prospectus and annual information form dated January 26, 2000 (collectively, the "Prospectus").
4. Each Fund is a reporting issuer under the Legislation and is not on the list of defaulting reporting issuers maintained under the Legislation.
5. The lapse date for the distribution of the Funds' units in the Jurisdictions under the Prospectus varies from April 19 to April 27, 2000 (the "Lapse Date").
6. Dynamic intends to change the fiscal year-end of the Funds from December 31 to June 30 of each year, effective June 30, 2000. This proposed change in the Funds' financial year-end does not require unitholder approval. It will be made in compliance with National Policy Statement No. 51 and will be disclosed in the Funds' Renewal Prospectus. The year-end of each Fund for tax purposes will not change.
7. While each Fund's financial statements as at December 31, 1999 are currently being audited, such audit may not be completed prior to the Lapse Date for the distribution of its units.
8. Each Fund requires an extension of the Lapse Date until after completion, sometime in May, 2000, of the audit of its financial statements as at December 31, 1999, so that information from such audited financial statements can be included in its Renewal Prospectus in accordance with the requirements of National Instrument 81-101.

AND WHEREAS under the System, this 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 pursuant to the Legislation is that the time periods prescribed by the Legislation for filing the Renewal Prospectus of each Fund be extended to the time periods that would be applicable if the Lapse Date for the distribution of the units of each Fund were June 30, 2000.

April 18th, 2000.

"Rebecca Cowdery"

2.1.5 IBM Canada Limited and International Business Machines Corporation and LGS Group Inc. - MRRS Decision

Headnote

Mutual Reliance Review System for Exemptive Relief Applications – Employee retention agreements to be entered into between offerors and offeree securityholders who are also senior officers or directors of the offeree - Such agreements being entered into for reasons other than to increase the value of the consideration paid to the selling securityholders for their shares and may be entered into, notwithstanding the prohibition on collateral agreements

Order made exempting the offerors from the requirement that all holders be offered identical consideration – Offerors are wholly-owned subsidiaries of New York corporation - Offerors offering Canadian offerees exchangeable shares of one of the offerors, or at each offeree's option, cash – Non-Canadian offerees permitted to elect cash or common shares of the offerors' U.S. parent – Exchangeable shares offered to Canadian offerees are economically equivalent to the common shares of the offerors' parent

Securities exchange take-over bid - Offerors exempted from the requirement to provide disclosure prescribed by the form of prospectus appropriate for the offerors and U.S. parent whose securities are being offered as consideration under the bid - Offerors also exempted from the requirement to provide *pro forma* disclosure giving effect to the exchange of securities contemplated by the bid - Exchangeable shares to be offered to Canadian offerees economically equivalent to common shares of U.S. parent of offerors - All information material to business of U.S. parent and relevant to persons considering an investment in the exchangeable shares or underlying common shares of the U.S. parent to be contained in, or incorporated by reference into, the take-over bid circular - U.S. parent is a very large, seasoned issuer subject to U.S. securities laws - Acceptance by Canadian offerees of exchangeable shares and the subsequent exercise of the exchange right would result in the Canadian offerees holding less than 0.09% of the outstanding common shares of the U.S. parent - Offerors also exempted from the requirement to reconcile financial statements included in the take-over bid circular to Canadian generally accepted accounting principles

Applicable Ontario Statutory Provisions

Securities Act, R.S.O. 1990, c. S.5, as am., ss. 97, 98, 104(2)(a) and (c)

Applicable Ontario Regulations

Regulation made under the Securities Act, R.R.O. 1990, Reg. 1015, as am., ss. 1(4), 53, 57, 58, 189 and item 15 of Form 32

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

AND

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

AND

IN THE MATTER OF
IBM CANADA LIMITED

AND

IN THE MATTER OF
INTERNATIONAL BUSINESS MACHINES CORPORATION

AND

IN THE MATTER OF
LGS GROUP INC.

WHEREAS the local securities regulatory authority or regulator (the "Decision Maker") in each of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Quebec, Nova Scotia and Newfoundland (collectively, the "Jurisdictions") has received an application from IBM Canada Limited ("IBM Canada") and International Business Machines Corporation ("IBM") for a decision pursuant to the securities legislation of the Jurisdictions (the "Legislation") that, in connection with the proposed offers (the "Offers") by IBM Acquisition Inc. ("AcquisitionCo") and IBM Acquisition II L.L.C. ("US BuyCo") and, collectively with AcquisitionCo, the "Offeror") to purchase all of the issued and outstanding Class A Subordinate Voting Shares (the "Class A Shares") and Class B Multiple Voting Shares (the "Class B Shares" and, collectively with the Class A Shares, the "LGS Shares") of LGS Group Inc. ("LGS") in exchange for consideration consisting of \$19.00 per LGS Share (the "Purchase Price"):

- (1) the Offeror shall be exempt from the requirement in the Legislation to offer all holders of the same class of securities identical consideration (the "Identical Consideration Requirement"), insofar as holders of LGS Shares who are normally resident in Canada (collectively, the "Canadian Shareholders") who accept an Offer will be entitled to elect between receiving the Purchase Price in the form of cash (the "Cash Option") or in the form of exchangeable shares (the "Exchangeable Shares") of AcquisitionCo (the "Exchangeable Share Option"), while all other holders of LGS Shares (collectively, the "Non-Canadian Shareholders" and, together with the Canadian Shareholders, the "Shareholders") who accept an Offer will be entitled to elect between the Cash Option and receiving the Purchase Price in the form of Common Shares (the "IBM Common Shares") of IBM (the "US Share Option");
- (2) despite the provision in the Legislation that prohibits an offeror who makes or intends to make a take-over bid or issuer bid and any person acting jointly or in concert with the offeror from entering into any collateral agreement, commitment or understanding with any holder or beneficial owner of securities of the offeree issuer that has the effect of providing to the holder or

owner a consideration of greater value than that offered to other holders of the same class of securities (the "Prohibition on Collateral Agreements"), certain agreements (collectively, the "Retention Agreements") to be entered into with certain employees of LGS who also hold LGS Shares (collectively, the "Key Executives") are made for reasons other than to increase the value of the consideration paid to such Key Executives for the LGS Shares they hold and may be entered into;

- (3) the Offeror shall be exempted from the requirements in the Legislation (collectively, the "Prospectus Disclosure Requirements") that require an offeror making a take-over bid and offering as consideration securities of its own issue or those of another issuer to include in its take-over bid circular:
 - (a) the information prescribed by the form of prospectus appropriate for the offeror or other issuer, including the financial statements of the offeror or other issuer; and
 - (b) where the form of prospectus so requires, a *pro forma* balance sheet and income statement of the offeror giving effect to the exchange of the securities contemplated by the take-over bid as at the date of the most recent balance sheet of the offeror that is included in the circular and based upon the most recent audited financial statements of the offeree issuer (the "Pro Forma Financial Statements"), a description of the basis of preparation of the *Pro Forma* Financial Statements and the basic and fully diluted earnings per share based upon the *Pro Forma* Financial Statements; and
- (4) the Offeror shall be exempted from the requirement in the Legislation (the "GAAP Reconciliation Requirement") that requires the financial statements of an issuer incorporated or organized other than in Canada or a province or territory thereof and included in a take-over bid circular pursuant to the Prospectus Disclosure Requirements to include notes that explain and quantify any significant differences between the generally accepted accounting principles prescribed in the incorporating jurisdiction and applied in respect of such financial statements and generally accepted accounting principles determined with reference to the Handbook of the Canadian Institute of Chartered Accountants;

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 IBM Canada and the Parent have represented to the Decision Makers as follows:

1. IBM Canada is a corporation governed by the *Canada Business Corporations Act* (the "CBCA"). IBM Canada is an indirect, wholly-owned subsidiary of IBM. IBM Canada is not, and presently does not intend to

- become, a reporting issuer or the equivalent in any of the provinces or territories of Canada.
2. IBM is a corporation governed by the laws of the State of New York. Its authorized capital consists of 150,000,000 shares of preferred stock (the "IBM Preferred Shares") and 4,687,500,000 IBM Common Shares. As of March 1, 2000, IBM had issued and outstanding 2,546,011 IBM Preferred Shares and 1,793,760,770 IBM Common Shares.
 3. The IBM Common shares are listed for trading on the New York Stock Exchange (the "NYSE"), the Chicago Stock Exchange and the Pacific Stock Exchange. The IBM Preferred Shares are listed on the NYSE.
 4. On March 14, 2000, the closing price of the IBM Common Shares on the NYSE was U.S. \$109 per IBM Common Share. Based upon such closing price, IBM had a market capitalization in excess of U.S. \$195 billion on such date.
 5. IBM is a registrant under the Securities Act of 1933 (United States) (the "1933 Act") and is subject to the continuous disclosure requirements of the Securities Exchange Act of 1934 (United States) (the "Exchange Act"). IBM is not, and presently does not intend to become, a reporting issuer or the equivalent in any province or territory in Canada.
 6. AcquisitionCo was incorporated under the CBCA on March 10, 2000 for the purposes of making the Offers. AcquisitionCo is a wholly-owned indirect subsidiary of IBM.
 7. 3040696 Nova Scotia Company ("ParentCo") is an unlimited liability company incorporated under the *Companies Act* (Nova Scotia). ParentCo is a wholly-owned indirect subsidiary of IBM and the direct parent of AcquisitionCo.
 8. US BuyCo was formed under the laws of Delaware on March 14, 2000 as a limited liability company for the purposes of making the Offers. US BuyCo is a wholly-owned subsidiary of IBM.
 9. LGS is a corporation governed by the CBCA and is a reporting issuer or the equivalent in each of the Jurisdictions. It is engaged primarily in the business of information technology consulting services.
 10. LGS' authorized capital consists of an unlimited number of first preferred shares, an unlimited number of second preferred shares, an unlimited number of Class A Shares, an unlimited number of Class B Shares and an unlimited number of Class C Multiple Voting Shares. According to information provided by LGS to IBM Canada, as at March 10, 2000, there were 10,043,573 Class A Shares and 2,852,800 Class B Shares outstanding. The Class A Shares are listed and posted for trading on The Toronto Stock Exchange (the "TSE") and the Nasdaq National Market.
 11. On March 14, 2000, the Closing Price of Class A Shares on the TSE was Cdn. \$18.40. Based upon such closing price, the Class A Shares had an aggregate market value of Cdn. \$243,741,450 on such date.
 12. To the knowledge of IBM Canada after reasonable inquiry, registered holders of Class A Shares or Class B Shares resident in the United States (collectively, the "U.S. Registered Holders") hold, in the aggregate, 4,195,411 Class A Shares (representing approximately 42% of the class). After investigation as to the residency of the beneficial owners of the Class A Shares held by U.S. Registered Holders, IBM Canada and IBM believe that, of the 4,195,411 Class A Shares held by U.S. Registered Holders, approximately 1,114,163 Class A Shares representing approximately 11% of the class are beneficially owned by holders resident in the United States.
 13. Raymond Lafontaine ("Lafontaine") is a co-founder of LGS and is its President and Chairman of its board of directors (the "LGS Board"). Lafontaine owns, directly or indirectly, 144,712 Class A Shares and 1,426,400 Class B Shares.
 14. André Gauthier ("Gauthier" and, collectively with Lafontaine, the "Principals") is a co-founder of LGS, is its Senior Executive Vice-President and is a member of the LGS Board. Gauthier owns, directly or indirectly, 161,140 Class A Shares and 1,426,400 Class B Shares.
 15. On February 15, 2000, IBM Canada entered into a support agreement (the "Lock-up Agreement") with Lafontaine, Gauthier and their related personal holding companies (collectively, the "Locked-up Shareholders") pursuant to which:
 - (a) IBM Canada agreed to cause the Offers to be made no later than March 15, 2000;
 - (b) the Locked-up Shareholders irrevocably agreed to deposit their LGS Shares under the Offers;
 - (c) the Locked-up Shareholders agreed not to take any steps that would inhibit the success of the Offers; and
 - (d) the Principals agreed that, if the Offeror takes up and pays for LGS Shares deposited under the Offers, the Principals would enter into Retention Agreements.
 16. Pursuant to the Offers, the Offeror has offered to acquire all of the issued and outstanding LGS Shares (including LGS Shares that may become outstanding as a result of the exercise of options, warrants and other rights) in exchange for payment of the Purchase Price.
 17. The Offeror has extended the Offers to Shareholders in Canada and any jurisdiction outside of Canada in which the making and acceptance of the Offers would not be illegal.

18. The Offers are contained in a securities exchange take-over bid circular (the "Circular") that has been sent to, among others, all Canadian Shareholders whose last address as shown on LGS' books is in any of the Jurisdictions. The Offers are being made in accordance with, and the Circular contains the disclosure prescribed by, the Legislation of the Jurisdictions, except to the extent exemptive relief is granted hereby.
19. Canadian Shareholders who accept an Offer may elect the Cash Option or the Exchangeable Share Option.
20. The Offers provide that Canadian Shareholders who tender any LGS Shares to an Offer but fail to elect either the Cash Option or the Exchangeable Share Option will be deemed to have elected the Cash Option.
21. A Canadian Shareholder who accepts an Offer and elects the Exchangeable Share Option will receive that number of Exchangeable Shares equal to (i) the product of the aggregate number of LGS Shares tendered by such Canadian Shareholder and accepted for purchase under an Offer and the U.S. dollar equivalent of the Purchase Price, divided by (ii) the average closing price in U.S. dollars of an IBM Common Share on the NYSE for the ten trading days ending immediately prior to the date the Offeror first takes up and pays for any LGS Shares under either of the Offers (the "Initial Take-up Date"), except that such Canadian Shareholder will receive cash in lieu of any fractional Exchangeable Share he, she or it otherwise would be entitled to receive. The U.S. dollar equivalent (the "US Dollar Equivalent") of the Purchase Price will be determined by reference to the noon spot rate established by the Bank of Canada for the conversion of Canadian dollars into U.S. dollars on the business day preceding the Initial Take-up Date.
22. If all of the Canadian Shareholders accepted an Offer, elected the Exchangeable Share Option and then exchanged the Exchangeable Shares they received pursuant to an Offer for IBM Common Shares, such Canadian Shareholders would hold, in the aggregate, less than 0.09% of the outstanding IBM Common Shares.
23. The Exchangeable Shares are intended to provide an opportunity for taxable Canadian Shareholders who elect the Exchangeable Share Option to achieve, in certain circumstances, a deferral of Canadian taxes.
24. The Exchangeable Shares will provide a holder thereof with a security of a Canadian issuer having economic and ownership rights that are, as nearly as practicable, equivalent to those of a IBM Common Share, except that the Exchangeable Shares will be non-voting other than as required by applicable law. Pursuant to a support agreement (the "Support Agreement") to be entered into among AcquisitionCo, ParentCo and IBM, IBM will agree to support AcquisitionCo's obligations in respect of the Exchangeable Shares and take all such actions and do such things as are required to cause AcquisitionCo to comply with such obligations.
25. The Exchangeable Shares are not, and will not be, listed for trading on any stock exchange or quotation system. As a consequence of making the Offers, AcquisitionCo will become a reporting issuer in each of the Jurisdictions except Ontario and Alberta.
26. The Offers have been extended to Shareholders who are "U.S. Persons", as that term is defined in Regulation S under the 1933 Act, or resident in the United States or any territory or possession thereof ("U.S. Residents" and, collectively with U.S. Persons, "U.S. Shareholders") in reliance upon the Multi-Jurisdictional Disclosure System enacted under United States federal securities laws ("MJDS"). Accordingly, the Circular has been filed with the Securities and Exchange Commission (the "SEC") on Form 14(d)(i)(f). In connection with the Offers, IBM has filed with the SEC a Registration Statement on Form S-4 to qualify IBM Common Shares that may be issued to Non-Canadian Shareholders who elect the US Share Option and a Registration Statement on Form S-3 to qualify the IBM Common Shares that may be issued upon the exercise of the Exchangeable Shares.
27. The following documents (collectively, the "IBM Disclosure Record") have been incorporated by reference into the Circular and attached to it as an annex:
 - (a) IBM's Form 10-K dated March 13, 2000;
 - (b) IBM's Annual Report, which includes comparative audited financial statements of IBM for the years ending December 31, 1999, 1998 and 1997 and "management's discussion and analysis of financial condition and results of operations" for the year ending December 31, 1999;
 - (c) IBM's proxy statement dated March 13, 2000 in respect of its annual meeting to be held on April 25, 2000; and
 - (d) IBM's Certificate of Incorporation and By-laws.
28. In addition, the following documents (collectively, the "Supplementary Disclosure Record") have been incorporated by reference into the Circular:
 - (a) IBM's Form S-3s filed May 24, 1993, February 22, 1990 and October 24, 1989;
 - (b) IBM's Form S-8s filed February 15, 2000, July 15, 1997 and May 24, 1994;
 - (c) IBM's Form 10-Ks for the years ended December 31, 1997, 1996, 1995 and 1994;
 - (d) IBM's Form 8-Ks and/or 8-K/As filed January 29, 1999, January 8, 1998, August 1, 1997, December 6, 1996 and October 30, 1995; and
 - (e) IBM's Proxy Statement dated March 14, 1995.

29. Pending completion of the Offers, the Offeror will have no material assets or liabilities, and all information material to the business of IBM and relevant to persons considering an investment in Exchangeable Shares or IBM Common Shares will be contained in or incorporated by reference into the Circular.
30. The Exchangeable Shares will not be qualified for distribution in any jurisdiction outside Canada and the delivery of Exchangeable Shares to Non-Canadian Shareholders may constitute a violation of the laws of such jurisdictions.
31. Non-Canadian Shareholders who accept either of the Offers may elect the Cash Option or the US Share Option.
32. The Offers provide that Non-Canadian Shareholders who tender any LGS Shares to an Offer but fail to elect either the Cash Option or the US Share Option will be deemed to have elected the Cash Option.
33. A Non-Canadian Shareholder who accepts an Offer and elects the US Share Option will receive that number of IBM Common Shares equal to (i) the product of the aggregate number of LGS Shares tendered by such Non-Canadian Shareholder and accepted for purchase under an Offer and the U.S. Dollar Equivalent of the Purchase Price, divided by (ii) the average closing price in U.S. dollars of an IBM Common Share on the NYSE for the ten trading days ending immediately prior to the Initial Take-up Date, except that such Non-Canadian Shareholder will receive cash in lieu of any fractional IBM Common Share he, she or it otherwise would be entitled to receive.
34. The existing, unwritten employment arrangements between LGS and the Principals provide:
- (a) for payment to each Principal of \$253,500 as an annual salary and \$191,200 as a bonus; and
- (b) for each Principal's participation in a non-contributory defined benefit pension plan sponsored by LGS (the "Plan").
35. IBM Canada (or an affiliate of IBM Canada) intends to enter into the Retention Agreements with the Key Executives.
36. The Retention Agreements to be entered into between IBM Canada and each of the Key Executives will have the following material features:
- (a) Each Retention Agreement will include a covenant of the Key Executive:
- (i) prohibiting the Key Executive from engaging in any line of business conducted by LGS at the date of the Retention Agreement either in North America or Europe for a period (the "Non-Compete Period") of one year commencing on the date the Key Executive ceases to be employed by LGS or any successor thereto or affiliate thereof (collectively, the "IBM Group"), provided that if the Key Executive ceases to be employed by the IBM Group within one year after the date of the Retention Agreement the Non-Compete Period will be eighteen months;
- (ii) prohibiting the Key Executive from soliciting any employees or customers of the IBM Group for a period of one year commencing on the date the Key Executive ceases to be an employee of the IBM Group; and
- (iii) requiring the Key Executive to devote substantially all of his or her time to employment with the IBM Group and work exclusively for such entity and with a view to its best interests, except for reasonable social, political or charitable activities or existing undertakings.
- (b) The Retention Agreements will provide that a Key Executive will be entitled to receive, in addition to his or her annual salary and any annual bonus, a retention bonus (the "Retention Bonus"), payable in semi-annual instalments over a two-year period (the "Retention Period"), equal to a specified multiple of the aggregate annual salary and bonus such Key Executive received in 1999, provided that such Key Executive remains employed by the IBM Group and achieves certain objectives (the "Objectives") agreed to by IBM Canada and such Key Executive. The specified multiple in respect of each of the Key Executives will not exceed 2.
- (c) The Retention Agreements will provide that, if a Key Executive's employment with the IBM Group is terminated for any reason prior to expiry of the Retention Period, such Key Executive will have received in any event cash payments equal to the greater of:
- (i) 10% of his or her Retention Bonus, and
- (ii) the aggregate amount he or she has become entitled to as a consequence of remaining employed by the IBM Group for a specified period of time and achieving some or all of the Objectives,
- provided that, in calculating such entitlement no amount will be included for payments to which such Key Executive would have been entitled had his or her employment not been terminated prior to the date such entitlement would have become due.
- (d) The Retention Agreements will provide that Key Executives will be entitled to receive benefits and perquisites comparable to those provided to IBM Canada's employees in similar

circumstances and with similar levels of responsibility.

- (e) Pursuant to the Retention Agreements, each Principal will be granted options to purchase 20,000 IBM Common Shares (collectively, the "Options"). Each Option will be issued with an exercise price equal to the average of the high and low sale price of the IBM Common Shares on the NYSE on the date of grant. Options will vest as to 50% on the second anniversary of the date of grant, as to 25% on the third anniversary of the date of grant and as to 25% on the fourth anniversary of the date of grant. The Options will be non-transferable. If the Principal's employment with the IBM Group is terminated for any reason, vested Options will terminate 90 days thereafter and unvested Options will terminate automatically.
- (f) In addition, the Offeror will maintain the Plan for the Principals. On March 31, 1999, the Plan had an unfunded actuarial liability of \$2,591,000 and the pension expense for the year ended March 31, 1999 was \$634,000.

37. Since LGS is engaged principally in the provision of information technology consulting services, LGS' personnel represent its principal asset. IBM Canada proposes to enter into the Retention Agreements in order to ensure the continued employment of the Key Executives during the period in which LGS' operations will be integrated with those of IBM Canada. In particular, IBM Canada believes that the continued support and management of LGS' operations by the Key Executives and, in particular, the Principals, is necessary in order to retain LGS' senior management team. Accordingly, IBM Canada has relied upon the Principals' covenant to enter into Retention Agreements in agreeing to pay the Purchase Price.

38. The terms of the Retention Agreements have been negotiated with the Principals on an arm's-length basis and will be negotiated on an arm's-length basis with the other Key Executives. The compensation arrangements contemplated by the Retention Agreements are consistent with IBM's documented internal guidelines for retention programs associated with IBM's acquisition of businesses and are reasonable in light of the services to be provided to IBM by each of the Key Executives. The Retention Agreements are being made for business purposes unrelated to the Key Executives' ownership of LGS Shares and not for the purpose of providing the Key Executives with greater consideration for their LGS Shares than the consideration to be received by Shareholders other than the Key Executives.

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 in the Jurisdictions pursuant to the Legislation is that, in connection with the Offers:

- (1) the Offeror is exempt from the Identical Consideration Requirement, insofar as Canadian Shareholders who accept an Offer will be entitled to elect between the Cash Option and the Exchangeable Share Option, while Non-Canadian Shareholders who accept an Offer will be entitled to elect between the Cash Option and the US Share Option;
- (2) the Retention Agreements are being entered into for reasons other than to increase the value of the consideration paid to the Key Executives in respect of their LGS Shares and may be entered into notwithstanding the Prohibition on Collateral Agreements; and
- (3) the Offeror is exempt from the Prospectus Disclosure Requirements and the Canadian GAAP Reconciliation Requirement that otherwise would apply because the consideration under the Offers includes Exchangeable Shares and IBM Common Shares.

April 4th, 2000.

"J.A. Geller"

"Howard I. Wetston"

2.1.6 KPMG Consulting Inc. - MRRS Decision

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - relief granted from the registration and prospectus requirements for trades in options, and shares acquired on the exercise of options, under an employee stock option plan - relief also granted from the registration and prospectus requirements for any resale of shares acquired under the plans - relief from the issuer bid requirements in respect of the purchase by the issuer of shares tendered by Ontario employees, officers and directors in payment of the exercise price and/or applicable taxes - exemption not available because of the method of calculation of market price under the plans.

Applicable Ontario Statutory Provisions

Securities Act, R.S.O. 1990, c. S.5, as amended, ss. 93(3)(d)(i), 95 to 100, and 104(2)(c).

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

AND

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

AND

**IN THE MATTER OF
KPMG CONSULTING, INC.**

MRRS DECISION DOCUMENT

WHEREAS the local securities regulatory authority or regulator (the "Decision Maker") in each of British Columbia, Alberta, Manitoba, Ontario and Nova Scotia (the "Jurisdictions") has received an application from KPMG Consulting, Inc. ("KCI") for a decision under the securities legislation of the Jurisdictions (the "Legislation") that:

1. the requirements contained in the Legislation to be registered to trade in a security (the "Registration Requirement") and to file and obtain a receipt for a preliminary prospectus and a prospectus in respect of such security (the "Prospectus Requirement") shall not apply to the intended trades in securities of KCI under its 2000 Long-Term Incentive Plan, as amended from time to time (the "Plan"); and
2. the requirements contained in the Legislation to comply with the issuer bid rules in the Legislation (the "Issuer Bid Requirements") do not apply to the acquisition of common stock by KCI under the Plan;

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 KCI has represented to the Decision Makers that:

1. KCI is a corporation incorporated under the laws of the state of Delaware;
2. KCI is not, and has no present intention of becoming, a reporting issuer or the equivalent under the Legislation of any of the Jurisdictions;
3. the authorized share capital of KCI consists of 1,000,000,000 shares of common stock, and 10,000,000 shares of preferred stock of which approximately 381,000,000 and 5,000,000, respectively, were issued and outstanding as of January 31, 2000;
4. KCI proposes to carry out a registered public offering in the United States and, KCI proposes to make an application to list its common stock on the New York Stock Exchange;
5. KCI proposes to grant options, stock appreciation rights and stock-based awards (collectively, "Awards") under the Plan to Canadian resident employees (the "Employees") of KPMG Consulting LP (the "Canadian Partnership") and the Awards are convertible into common stock of KCI;
6. as of March 1, 2000, there were 748 Employees resident in the Jurisdictions eligible to participate in the Plan;
7. Awards granted under the Plan may only be transferred by Employees with the approval of the compensation committee of KCI and any such transfers will be made in accordance with the applicable Legislation;
8. participation in the Plan is voluntary and Employees are not induced to participate in the Plan by expectation of employment or continued employment;
9. the Canadian Partnership is a limited partnership established under the laws of Ontario;
10. all of the general partner and limited partner interests of the Canadian Partnership will be held, directly or indirectly by a private corporation to be established under Ontario law ("KCI Canada");
11. all of the outstanding shares of KCI Canada will be beneficially owned, directly or indirectly, by KCI;
12. neither the Canadian Partnership nor KCI Canada is, or has any present intention of becoming a reporting issuer or the equivalent under the Legislation of any of the Jurisdictions;
13. the terms of the Plan include provisions (the "Payment-in-Kind Provisions") permitting Employees who exercise Awards granted under the Plan to pay the exercise

price of such Awards and/or related taxes by tendering previously issued shares of common stock of KCI to KCI directly or by attestation procedures;

14. the terms of the Plan provide that KCI shall acquire its common stock under the Payment-in-Kind Provisions at a price equal to the closing price of the common stock on the New York Stock Exchange on the date of acquisition by KCI of such shares;
15. all sales of common stock made by Employees under the Plan will be made through the facilities of, and in accordance with the rules of, the New York Stock Exchange, another stock exchange or organized market outside of Canada and through a registrant registered under the Legislation or another entity registered as a broker dealer under the *Securities Exchange Act of 1934* (the "U.S. Registrant");
16. KCI and the Canadian Partnership are not "affiliates" within the meaning of the Legislation;
17. participants in the Jurisdictions will be provided with a copy of the Plan and all disclosure material relating to KCI which is provided to participants resident in the United States, as well as a copy of this Decision Document;
18. if at any time the number of participants in any one Jurisdiction who acquire common stock under the Plan exceeds 10% of the total number of holders of common stock, or if the participants in any one Jurisdiction hold, in aggregate, in excess of 10% of the total number of issued and outstanding common stock, KCI will apply to the relevant Decision Maker for an order with respect to further trades by the participants in that Jurisdiction in common stock acquired under the Plan;
19. there is no market in the Jurisdictions for the common stock and none is expected to develop;
20. the Legislation of certain of the Jurisdictions does not contain exemptions from the Prospectus Requirement and/or Registration Requirement for intended trades in Awards or common stock under the Plan; and
21. the Legislation of certain of the Jurisdictions deems any trade in common stock acquired under the Plan to be a distribution unless, among other things, KCI is a reporting issuer and has been a reporting issuer for the 12 months immediately preceding the trade;

AND WHEREAS under the System this MRRS Decision Document evidences the decisions 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 under the Legislation is that:

- (a) the Registration Requirement and Prospectus Requirement shall not apply to an intended trade in Awards and common stock under the Plan;
- (b) the Registration Requirement shall not apply to an intended trade by an Employee through a U.S. Registrant in common stock acquired under the Plan;
- (c) an intended trade in common stock acquired by Employees under the Plan is a distribution under the Legislation unless the trade is executed through the facilities of a stock exchange or organized market outside of Canada and in accordance with all the laws and rules applicable to such stock exchange or market;
- (d) the Issuer Bid Requirements do not apply to acquisition of common stock by KCI under the Payment-in-Kind Provisions of the Plan.

March 29th, 2000.

"Margaret Sheehy"

2.1.7 Pan Pacific U.S. Shopping Center I Limited Partnership - MRRS Decision

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - Following takeover and merger, acquiror holding all outstanding units of issuer - issuer deemed to have ceased to be a reporting issuer.

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, NOVA SCOTIA, and NEWFOUNDLAND**

AND

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

AND

**IN THE MATTER OF
PAN PACIFIC U.S. SHOPPING
CENTER I LIMITED PARTNERSHIP**

MRRS DECISION DOCUMENT

WHEREAS the Canadian securities regulatory authority or regulator (the "Decision Maker") in each of British Columbia, Alberta, Saskatchewan, Ontario, Nova Scotia, and Newfoundland (the "Jurisdictions") has received an application from Pan Pacific U.S. Shopping Center I Limited Partnership (the "Filer") for a decision pursuant to the securities legislation of the Jurisdictions (the "Legislation") that the Filer be deemed to have ceased to be a reporting issuer or the equivalent thereof for the purposes of the Legislation;

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

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

1. the Filer is a Delaware limited partnership formed on October 14, 1988;
2. the Filer is a reporting issuer, or the equivalent thereof, under the Legislation;
3. pursuant to an Agreement and Plan of Merger dated as of February 2, 2000, Pan Pacific Development (Chino), Inc. now owns all of the issued and outstanding limited partnership units of the Filer;
4. The Filer has no securities other than the limited partnership units.

5. the Filer has fewer than 15 security holders whose latest address as shown on its books is in any of the Jurisdictions;
6. the Filer has never had any of its securities listed on any stock exchange in Canada and does not currently intend to seek public financing by way of an issue of securities;
7. the Filer is not on the list of reporting issuers in default for any 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 of the opinion that it would not be prejudicial to the public interest to make the Decision;

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

April 14th, 2000.

"Margo Paul"

**2.1.8 R Money Market Fund et al. - MRRS
Decision**

(UNOFFICIAL TRANSLATION)

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

AND

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

AND

IN THE MATTER OF
R MONEY MARKET FUND
R AMERICAN FUND
R EUROPEAN FUND
R ASIAN FUND
R WORLD LEADERS FUND
R LIFE & HEALTH FUND
R TECHNO-MEDIA FUND
R AMERICAN RSP FUND
R EUROPEAN RSP FUND
R ASIAN RSP FUND
R WORLD LEADERS RSP FUND
R LIFE & HEALTH RSP FUND
R TECHNO-MEDIA RSP FUND

DECISION DOCUMENT

WHEREAS the Canadian securities regulatory authority or regulator (the "Decision Maker") in each of British Columbia, Alberta, Saskatchewan, Ontario, Québec, Nova Scotia and Newfoundland (the "Jurisdictions") has received an application from BLC-Rothschild Asset Management Inc. ("BLC-Rothschild"), as manager of the R Money Market Fund, R American Fund, R European Fund, R Asian Fund, R World Leaders Fund, R Life & Health Fund, R Techno-Media Fund, R American RSP Fund, R European RSP Fund, R Asian RSP Fund, R World Leaders RSP Fund, R Life & Health RSP Fund and the R Techno-Media RSP Fund (collectively, the «Funds») for a decision pursuant to the securities legislation of the Jurisdictions (the «Legislation») that the following requirements to file with the Jurisdictions and send to the Funds' unitholders: i) the annual financial statements and the auditors' report; and (ii) the annual report (collectively, the «Disclosure Documents») contained in the Legislation (the «Requirements») shall not apply to the Funds for their financial year ending December 31, 1999;

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 BLC-Rothschild has represented to the Decision Makers that:

1. BLC-Rothschild is a corporation established under the laws of Canada and constitutes a joint venture between Laurentian Bank of Canada («Laurentian Bank») and La Compagnie Financière Edmond de Rothschild Banque («Rothschild»). BLC-Rothschild, Laurentian Bank and Rothschild can therefore be considered the promoters of the Funds under the Legislation. BLC-Rothschild's head office is located in Montréal, Québec.
2. The Funds are open-end mutual fund trusts established under the laws of Ontario and are qualified for distribution in all Jurisdictions under a simplified prospectus and annual information form. Each of the Funds was established on November 2, 1999.
3. The trustee of the Funds is Laurentian Trust of Canada Inc., a wholly-owned subsidiary of Laurentian Bank.
4. Each Fund is a reporting issuer under the Legislation of each of the Jurisdictions, except Nova Scotia and Newfoundland, since December 17, 1999, and since February 22, 2000 in Nova Scotia and Newfoundland.
5. The Funds are not in default of any reporting issuer requirements under the Legislation.
6. Prior to January 1, 2000, only Laurentian Bank and Rothschild had subscribed for units of the Funds and no public distribution thereof had occurred.

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 Fund for the financial year ending December 31, 1999.

DATED at Montréal, this 6th of April, 2000

"Viateur Gagnon"

"Guy Lemoine"

2.1.9 Royal Canadian Equity Fund et al. - MRRS Decision

Headnote

Application for exemptive relief from the concentration restriction in section 2.1 of National Instrument 81-102 Mutual Funds. Relief granted to applicants and other affected funds owning shares of both BCE Inc. and Nortel Networks.

Rules Cited

National Instrument 81-102 Mutual Funds, section 2.1

**IN THE MATTER OF
NATIONAL INSTRUMENT 81-102 MUTUAL FUNDS**

AND

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

AND

**IN THE MATTER OF
ROYAL CANADIAN EQUITY FUND
ROYAL BALANCED FUND
ROYAL BALANCED GROWTH FUND
AGF CANADIAN STOCK FUND
AGF CANADIAN TACTICAL ASSET ALLOCATION FUND
AGF INTERNATIONAL GROUP LIMITED-CANADA CLASS**

DECISION DOCUMENT

WHEREAS the Canadian securities regulatory authority or regulator (the "Decision Maker") in each of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, New Brunswick, Nova Scotia, Prince Edward Island, Newfoundland & Labrador, Yukon, Northwest Territories and Nunavut (the "Jurisdictions") has received an application from Royal Mutual Funds Inc. and AGF Funds Inc. (SEDAR Numbers 254750 and 255418) on behalf of Royal Canadian Equity Fund, Royal Balanced Fund, Royal Balanced Growth Fund (the "RMFI Funds") and AGF Canadian Stock Fund, AGF Canadian Tactical Asset Allocation Fund and AGF International Group Limited-Canada Class (the "AGF Funds"), respectively, for a decision, pursuant to section 19.1 of National Instrument 81-102 Mutual Funds ("NI 81-102") that RMFI Funds and AGF Funds, if they choose to vote in favour of the Arrangement (as defined below) are exempted from the concentration restriction in section 2.1 of NI 81-102 in connection with their receipt of common shares of New Nortel (as defined below) under the Arrangement;

AND WHEREAS other mutual funds that own common shares of BCE Inc. and Nortel Networks Corporation ("Nortel Networks") and wish to vote in favour of the Arrangement could be similarly impacted by the purchase provisions of section 2.1 of NI 81-102 (the "Other Affected Funds") and accordingly may wish to rely on this Decision;

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 the RMFI Funds and the AGF Funds have represented to the Decision Makers that:

1. RMFI is the manager and principal distributor of the RMFI Funds and AGF is the manager and principal distributor of the AGF Funds.
2. Each of the RMFI Funds, AGF Canadian Stock Fund and AGF Canadian Tactical Asset Allocation Fund is an open-ended mutual fund trust established under the laws of Ontario. AGF International Group Limited - Canada Class is a mutual fund corporation incorporated under the laws of Ontario. Units of the RMFI Funds and the AGF Funds are offered on a continuous basis in each of the provinces and territories of Canada pursuant to simplified prospectuses dated June 28, 1999, in the case of the RMFI Funds, and July 22, 1999, in the case of the AGF Funds.
3. BCE Inc. will, in a series of transactions to be implemented under a plan of arrangement involving BCE Inc., 3056074 Canada Inc., 3263207 Canada Inc. and Nortel Networks (the "Arrangement") indirectly distribute to its shareholders an approximate 36 percent interest in Nortel Networks.
4. The Arrangement will be implemented pursuant to section 192 of the Canada Business Corporations Act ("CBCA"). Under the Arrangement, holders of common shares of BCE Inc. will receive approximately 0.78 of a common share of a new publicly-traded Canadian company ("New Nortel") that will own all of the common shares of Nortel Networks. The final share exchange ratio will be determined by assuming that all outstanding stock options of BCE Inc. have been exercised immediately prior to the effective date of the Arrangement ("the Effective Date") and will be subject to adjustment based on the number of common shares of BCE Inc. outstanding at the Effective Date and the number of New Nortel common shares to be retained by BCE Inc. As part of the Arrangement, all public holders of common shares of Nortel Networks will exchange their common shares of Nortel Networks for common shares of New Nortel on a one-for-one basis.
5. Following completion of the Arrangement, the shareholders of BCE Inc. and the public shareholders of Nortel Networks will together own all of the common shares of New Nortel, other than an approximate 2 percent interest in New Nortel, which will be held by BCE Inc. Each shareholder of BCE Inc. will continue to hold immediately after the Arrangement the same number of common shares of BCE Inc. as it held immediately prior to the Arrangement.
6. The Arrangement is subject to certain conditions, including Court approval pursuant to section 192 of the CBCA and approval by the shareholders of each of BCE Inc. and Nortel Networks.

7. Under the Arrangement the RMFI Funds, the AGF Funds and the Other Affected Funds (collectively "the Funds") will exchange their common shares of Nortel Networks for common shares of New Nortel. The Funds also will receive additional common shares of New Nortel upon implementation of the Arrangement based on the number of common shares of BCE Inc. which they hold.
8. The Funds are subject to the 10 percent concentration restrictions set out in section 2.1 of NI 81-102, which provide that a mutual fund cannot purchase securities of an issuer if after giving effect to the purchase, more than 10 percent of the net assets of the mutual fund, taken at market value at the time of the transaction, would be invested in the securities of that issuer.
9. NI 81-102 defines a "purchase" of a security for the purpose of the concentration restrictions in section 2.1 thereof as "an acquisition that is the result of a decision made and action taken by the mutual fund".
10. Section 2.13 of the Companion Policy to NI 81-102 (the "Companion Policy") states that the Canadian securities regulatory authorities generally consider that a mutual fund "purchases" a security if the "mutual fund receives the security as a result of a merger, amalgamation, plan of arrangement or other reorganization for which the mutual fund voted in favour". The Companion Policy goes on to state, however, that a mutual fund would not generally be considered to have "purchased" the security if it voted against the merger, amalgamation, plan of arrangement or other reorganization.
11. If the Funds vote in favour of the Arrangement, each may exceed the 10 percent concentration restriction in section 2.1 of NI 81-102 upon receipt of additional common shares of New Nortel under the Arrangement because each will be considered to have purchased those shares.
12. The implementation of the Arrangement will not change the economic exposure of the Funds to Nortel Networks but will change the nature of that exposure from partially direct and indirect to entirely direct.

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

THE DECISION of the Decision Makers pursuant to subsection 19.1(1) of NI 81-102 is that the RMFI Funds, the AGF Funds and the Other Affected Funds are exempt from the concentration restriction under section 2.1 of NI 81-102 in connection with their receipt of common shares of New Nortel under the Arrangement if they vote in favour of the Arrangement.

April 19th, 2000.

"Rebecca Cowdery"

2.1.10 Swift Trade Securities Inc. - Rule 31-505

Headnote

Decision pursuant to section 4.1 of Ontario Securities Commission Rule 31-505 for exemption from the suitability requirements under paragraph 1.5(b) subject to certain terms and conditions.

Rules Cited

Ontario Securities Commission Rule 31-505 "Conditions of Registration" (1999) 22 O.S.C.B. 731.

IN THE MATTER OF THE SECURITIES ACT R.S.O. 1990, c. S.5, AS AMENDED

AND

IN THE MATTER OF SWIFT TRADE SECURITIES INC.

DECISION (Rule 31-505)

On January 19, 2000, Swift Trade Securities Inc. ("Swift Trade") made an application pursuant to section 4.1 of Ontario Securities Commission Rule 31-505 for exemption from the suitability requirements under paragraph 1.5(b).

In the application Swift Trade has made the following representations:

1. Prospective customers must complete a two week theory course, followed by a three-hour exam on which a grade of 70% is required to proceed to a four week practical course, which is also followed by an exam which requires a grade of 70% to pass. Only by passing both courses are customers permitted to use the Swift Trade trading facilities.
2. Approved customers are required to provide a minimum initial deposit of U.S. \$25,000 to open an account. A customer is not permitted to trade if his or her account is below U.S. \$15,000.
3. Customers are required to sign a Customer Acknowledgement form which indicates that day trading is speculative, that it is possible to lose all, part of or more than one's investment.
4. The trading software used by customers does not permit over-margined trades.
5. Swift Trade does not advise its clients with respect to specific investments.

Based on the above and the other representations made in the application of January 19, 2000, the Director hereby grants Swift Trade an exemption from the application of paragraph 1.5(1)(b) of Rule 31-505 on an order-by-order basis subject to the following conditions:

1. Swift Trade must exercise diligence in ascertaining the financial circumstances (including investment experience and investment objectives) of a prospective customer in order to determine whether a day trading strategy is suitable for the customer;
2. Swift Trade must exercise diligence in ascertaining whether the financial circumstances of a customer have changed such that continuing to pursue a day trading strategy is no longer suitable for the customer;
3. Swift Trade must exercise diligence to ensure that each customer understands the operation of Swift Trade's order execution systems and procedures;
4. Swift Trade must exercise diligence to ensure that each customer understands the risk associated with day trading by (i) providing each customer with a separate disclosure statement indicating the risks of day trading, and (ii) providing each customer with training to ensure that each customer understands the fundamentals of day trading.

"William R. Gazzard"

2.2 Orders

2.2.1 CIBC Investor Services Inc. - s. 3.1 of the Rule

**IN THE MATTER OF ONTARIO SECURITIES
COMMISSION
RULE 31-501 (the "Rule")
MADE UNDER THE SECURITIES ACT,
R.S.O. 1990, CHAPTER S.5, AS AMENDED (the "Act")**

AND

**IN THE MATTER OF
CIBC INVESTOR SERVICES INC.**

**EXEMPTION ORDER
(Section 3.1 of the Rule)**

UPON the application of CIBC Investor Services Inc. ("CIBC") dated March 9, 2000, March 16, 2000, April 3, 2000 and April 13, 2000, and certain individuals seeking to be registered with CIBC (collectively, the "Applicants") to the Ontario Securities Commission (the "Commission") for an exemption pursuant to section 3.1 of the Rule, exempting the Applicants from subsection 1.1(1) of the Rule to allow CIBC to temporarily employ certain individuals as salespersons who are also registered as salespersons and employed by a full service investment dealer affiliate of CIBC (the "Application");

AND UPON considering the Application;

AND UPON the Applicants having represented to the Commission that:

1. CIBC is a member of the Investment Dealers Association of Canada ("IDA") and is registered as a dealer in the category of investment dealer or its equivalent in each of the provinces and territories of Canada;
2. Between October 1, 1999 and January 31, 2000, CIBC experienced an unanticipated 96% increase in the number of phone calls received during a normal trading day and is currently receiving a similar volume of phone calls;
3. CIBC has experienced an unanticipated increase in the number of daily trades executed during the past six months;
4. CIBC has been endeavouring to address the increased demand for its services and continues to implement plans to accommodate the increase in trading volumes and the number of phone calls received and is in a position to accommodate current and anticipated trading levels if the temporary relief requested in the Application is granted;
5. In order to better service its clients, CIBC seeks to employ, on a temporary basis only, salespersons ("Temporary Salespersons") who are already employed by, and registered with, CIBC World Markets Inc. (the

"Full Service Affiliate"), a full service investment dealer firm that is an affiliate of CIBC and also a member of the IDA, and has made application for registration with the IDA on behalf of the Temporary Salespersons to be concurrently registered with CIBC;

6. CIBC is prohibited from employing the Temporary Salespersons pursuant to subsection 1.1(1) of the Rule which expressly prohibits a registered salesperson from acting or being registered as a salesperson with another registrant without an exemption;
7. While acting as a registered representative of CIBC, Temporary Salespersons will be remunerated solely based on a flat fee per hour, will only accept and process orders over the phone and will be restricted from providing any advice or making any recommendations to clients of CIBC;
8. Each Temporary Salesperson will be required to preserve the confidentiality of information in relation to the clients of CIBC and the Full Service Affiliate, and will be prohibited from using information in relation to the clients of CIBC while working for the Full Service Affiliate and will be prohibited from using information in relation to the clients of the Full Service Affiliate while working for CIBC, and CIBC and the Full Service Affiliate have implemented policies and procedures to preserve the confidentiality of client information and to monitor the transfer of customer accounts;
9. Each Temporary Salesperson will be registered as a registered representative of both CIBC and the Full Service Affiliate in accordance with applicable IDA registration requirements and the registration requirements of the Act and Regulations made under the Act and will not be required to act on behalf of CIBC for more than twelve hours per week;

IT IS ORDERED, pursuant to section 3.1 of the Rule, that the employment of Temporary Salespersons by CIBC and, concurrently, the Full Service Affiliate is exempt from subsection 1.1(1) of the Rule, respectively, provided that:

1. Temporary Salespersons performing services for clients of CIBC shall only be remunerated based on a flat fee per hour for such services;
2. Temporary Salespersons shall only accept and process orders from CIBC clients over the phone;
3. Temporary Salespersons shall not provide any advice or make any recommendations to clients of CIBC;
4. Temporary Salespersons shall preserve the confidentiality of information in relation to the clients of CIBC and the Full Service Affiliate, and are prohibited from using information in relation to the clients of CIBC while working for the Full Service Affiliate and are prohibited from using information in relation to the clients of the Full Service Affiliate while working for CIBC;

5. CIBC and the Full Service Affiliate shall implement policies and procedures to ensure:
- (i) the preservation of the confidentiality of client information;
 - (ii) the actions of the Temporary Salespersons are in compliance with the terms and conditions of this order and Ontario securities law; and
 - (iii) any transfer of customer accounts is appropriately monitored and supervised; and
6. The relief provided in this Order shall expire on September 17, 2000.

April 17th, 2000.

"Gina Sugden"

2.2.2 CIC Eurosecurities, Inc. - s. 211 of the Regulation

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

AND

**REGULATION 1015 MADE UNDER THE
SECURITIES ACT,
R.R.O. 1990, AS AMENDED (THE "REGULATION")**

AND

**IN THE MATTER OF
CIC EUROSECURITIES, INC.**

ORDER

(Section 211 of the Regulation)

UPON the application of CIC Eurosecurities, Inc. ("CICE Inc.") to the Ontario Securities Commission (the "Commission") for an order pursuant to section 211 of the Regulation that CICE Inc. be exempt from the requirement under subsection 208(2) of the Regulation in connection with CICE Inc.'s application for registration as a dealer in the category of international dealer on the terms and conditions set forth below;

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

AND UPON CICE Inc. having represented to the Commission that:

1. Subsection 208(2) of the Regulation states that no person or company may register as an international dealer unless the person or company carries on the business of a dealer and underwriter in a country other than Canada;
2. CICE Inc. filed a registration application dated January 13, 2000 (the "Registration Application") with the Commission for registration in Ontario as a dealer in the category of international dealer under paragraph 4 of section 98 and section 208 of the Regulation and applied pursuant to section 211 of the Regulation requesting that CICE Inc. be exempted from the requirement under subsection 208(2) of the Regulation that CICE Inc. carry on the business of an "underwriter" in a country other than Canada in connection with CICE Inc.'s Registration Application as a dealer in the category of international dealer in Ontario;
3. CICE Inc. is a Delaware corporation having its principal place of business at 520 Madison Avenue, New York, NY 10022. CICE Inc. is a wholly owned subsidiary of Compagnie Financiere de CIC et de Union Europeenne, a French company having its principal place of business at 4, rue Gaillon, 75107 Paris Cedex 02, France. Neither CICE Inc. nor any of its affiliates are registered in any capacity with the Commission;

4. CICE Inc. is proposing that it be exempted from the requirement under section 208(2) of the Regulation requiring that CICE Inc. carry on the business of an "underwriter" in a country other than Canada in connection with CICE Inc.'s Registration Application as a dealer in the category of international dealer;
5. In respect of CICE Inc.'s Registration Application, CICE Inc. has certified that it is duly registered with the United States Securities and Exchange Commission as a fully registered broker-dealer in the United States and that such registration permits CICE Inc. to carry on dealing and underwriting activities in the United States. However, because of restrictions under the United States Bank Holding Act and the fact that CICE Inc. is wholly owned by a foreign bank, CICE Inc. is restricted from carrying on the activities of an underwriter in the United States;
6. In the absence of the requested exemption, subsection 208(2) of the Regulation would render CICE Inc. ineligible for registration as a dealer in the category of international dealer in Ontario because the United States Bank Holding Act prohibits the firm from acting as an underwriter in the United States as a consequence of CICE Inc. being wholly owned by a foreign bank;
7. CICE Inc. respectfully submits that the requirement under subsection 208(2) of the Regulation that CICE Inc. carry on the activities of an "underwriter" in a country other than Canada in connection with CICE Inc.'s Registration Application would impose an undue burden on CICE Inc. because, as a United States corporation whose principal broker-dealer activities are confined to the United States, CICE Inc. will not, otherwise, be able to engage in securities transactions with institutional clients located in Ontario; and
8. Notwithstanding subsection 100(3) of the Regulation, CICE Inc. will not engage in the activities of an underwriter in Canada;

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

IT IS ORDERED, pursuant to section 211 of the Regulation, that CICE Inc. is exempt from the requirement under subsection 208(2) of the Regulation that it carry on the business of an underwriter in a country other than Canada in connection with its Registration Application as a dealer in the category of international dealer in Ontario provided that:

- (1) CICE Inc. carries on the business of a dealer in a country other than Canada; and
- (2) notwithstanding subsection 100(3) of the Regulation, CICE Inc. shall not engage in the activities of an underwriter in Ontario.

April 7th, 2000.

"Howard I. Wetston"

"K. D. Adams"

2.2.3 Harris Investment Management Inc. - s. 38

IN THE MATTER OF THE COMMODITY FUTURES ACT
R.S.O. 1990, CHAPTER C. 20, AS AMENDED (the "Act")

AND

IN THE MATTER OF
HARRIS INVESTMENT MANAGEMENT INC.

ORDER
(Section 38)

UPON the application of Harris Investment Management Inc. (the "Applicant") for an order, pursuant to section 38 of the Act, exempting the Applicant from the requirement to obtain registration as an adviser under clause 22(1)(b) of the Act;

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

AND UPON the Applicant having represented to the Commission as follows.

1. The Applicant was incorporated under the laws of the State of Delaware in 1989 and conducts its business as a portfolio manager from its offices in Chicago, Illinois.
2. The Applicant is registered with the Securities and Exchange Commission of the United States ("U.S."), as an adviser under the Investment Advisors Act of 1940. The Applicant is also registered with the Commodity Futures Trading Commission under the Commodity Exchange Act for derivatives and futures trading.
3. The Applicant is registered with the Commission under the *Securities Act* (Ontario) (the "Securities Act") as an adviser in the category of international adviser.
4. The Applicant is the portfolio manager of the BMO RSP U.S. Equity Index Fund and the BMO U.S. Dollar Equity Index Fund (together, the "Funds"). Each of the Funds is an open-end mutual fund trust established under the laws of the province of Ontario pursuant to separate declarations of trust.
5. Each of the Funds is a "reporting issuer" within the meaning of the Securities Act, and neither one of them is in default of the requirements of Ontario securities law. The units of each Fund are qualified for sale and distribution in each of the provinces and territories of Canada pursuant to a simplified prospectus and annual information form dated March 9, 1999 (together, the "Prospectus"), the lapse date of which was March 12, 2000.
6. The Funds have filed their pro forma simplified prospectus and annual information form and have obtained an extension on the lapse date to April 14, 2000.

7. The investment objective of each Fund is to achieve long-term growth by tracking the performance of Standard & Poor's 500 Total Return Index (the "Index") and invest primarily in options and futures contracts based on the Index.
8. In order for the Applicant to advise the Funds as to trading in futures contracts, it must be registered as an adviser pursuant to clause 22(1)(b) of the Act.
9. In the past, the Applicant relied on the registration exemption provided for by clause 31(d) of the Act. Staff of the Commission have informed the Applicant that it is not appropriate to continue to rely on the statutory exemption.
10. The Applicant has agreed to apply for registration as an adviser under the Act in order to continue to act as portfolio manager of the Funds. However, the application process may not be completed prior to the date on which a receipt for the renewal prospectus of the Funds must be issued so that the Funds' units can continue to be offered in all of the provinces and territories of Canada.
11. It is in the best interests of the unitholders of the Funds that the Funds not suffer any interruption in the offering of their units to the public, and that the Applicant be allowed to continue the management of the investment portfolios of the Funds during the time required for the Applicant to complete the registration process.

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

IT IS ORDERED pursuant to section 38 of the Act that the Applicant be exempt from the registration requirement of subsection 22(1)(b) of the Act provided that:

- (a) the Applicant forthwith files an application to obtain registration as an adviser under the Act; and
- (b) this order will expire on the earlier of the date that the Applicant is granted registration and the expiry of six months from the date of this order.

April 7th, 2000.

"Howard I. Wetston"

"K. D. Adams"

2.2.4 Royal Oak Ventures Inc., Formerly Royal Oak Mines Inc. - s. 144

Headnote

Section 144 - partial revocation of cease trade order to permit settlement of outstanding debt owed to creditors by the issuance of shares.

Statutes Cited

Securities Act, R.S.O., c.S.5, as am., 144.

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

AND

**IN THE MATTER OF
ROYAL OAK VENTURES INC.,
FORMERLY ROYAL OAK MINES INC.**

**ORDER
(Section 144)**

WHEREAS by an Assignment made pursuant to section 6 of the Act and dated March 10, 1995, as amended November 9, 1995 (the "Assignment"), the Ontario Securities Commission (the "Commission") assigned to each Director (as defined in the Act) certain powers and duties of the Commission under section 144 of the Act to revoke or vary any decision made by a Director;

AND WHEREAS the securities of Royal Oak Ventures Inc., formerly Royal Oak Mines Inc. (the "Applicant") are subject to a Temporary Order of the Director dated February 16, 2000 made under section 127 of the Act and extended by an Order of the Director dated March 1, 2000 (the "Cease Trade Order") directing that trading in the securities of the Applicant cease;

AND WHEREAS the Applicant has made an application to the Commission for an order of partial revocation of the Cease Trade Order pursuant to section 144 of the Act with respect to the proposed issuance by the Applicant pursuant to a proposal (the "Proposal") made under the *Bankruptcy and Insolvency Act* (Canada) (the "BIA") of (1) common shares in the capital of the Applicant (the "Common Shares") to be issued to a secured creditor of the Applicant resident in Ontario and (2) non-voting shares (the "Non-voting Shares") to the 509 unsecured creditors of the Applicant resident in Ontario (the "Unsecured Creditors");

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

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

Royal Oak Ventures Inc.

1. The Applicant is a corporation that was incorporated under the *Business Corporations Act* (Ontario) (the

"OBCA") on July 23, 1991, and is a reporting issuer or the equivalent thereof in each of the provinces and territories of Canada (the "Jurisdictions").

2. Prior to the implementation of the Proposal, the share capital of the Applicant consisted of an unlimited number of common shares (the "Common Shares") and special shares ("Special Shares"), of which there are approximately 163 million Common Shares outstanding and no Special Shares outstanding.
3. The Common Shares of a predecessor to the Applicant, which merged with other predecessors to become the Applicant on July 23, 1991, were originally listed on The Toronto Stock Exchange on September 4, 1987. On April 16, 1999 The Toronto Stock Exchange suspended trading of the Common Shares.
4. The securities of the Applicant are subject to cease trade orders in the provinces of British Columbia, Alberta, Manitoba and Québec and the Cease Trade Order in Ontario for failing to file interim financial statements for the three month period ended March 31, 1999, the six month period ended June 30, 1999 and the nine month period ended September 30, 1999 during the course of the CCAA and BIA proceedings described below.

CCAA and BIA Proceedings

5. On February 15, 1999, the Applicant acknowledged its insolvency and submitted an application under the *Companies' Creditors' Arrangement Act* (Canada) (the "CCAA") seeking an opportunity to present a plan of compromise or arrangement to its creditors. Its application was granted and the Ontario Superior Court of Justice granted an Initial Order under the CCAA on February 15, 1999.
6. In compliance with the CCAA, the Initial Order appointed PricewaterhouseCoopers Inc. ("PwC") as Monitor.
7. Following the Initial Order, the Applicant continued mining operations and continued capital expenditure programs which included the construction of its tailings dam in accordance with the requirements of the British Columbia government. It prepared cash-flow forecasts which were reviewed by PwC and which were the subject of PwC's reports to the Court. PwC also reported to the Court and to the Applicant's creditors concerning the Applicant's financial performance on a receipts and disbursements basis.
8. Stakeholders of the Applicant lost confidence in the ability of the Board of Directors and management to effect a compromise. As a result, the management of the Applicant brought a motion to the Court for the appointment of an interim receiver.
9. On April 16, 1999, PwC was appointed by court order as interim receiver of the property, assets and undertaking of the Applicant pursuant to Section 47 of the BIA. Under that court order, PwC was directed to

market the Applicant's business for sale either on the basis of a restructuring or on the basis of an asset sale.

10. As interim receiver, PwC submitted its marketing plan to the Court for approval, which approval was granted on May 3, 1999.
11. At the time of the order by the Court appointing PwC as interim receiver, the Applicant's major assets consisted of four operating mines, two mines on "care and maintenance" status, a number of exploration and development properties, a number of investments in publicly traded stocks, and its wholly-owned subsidiary, Arctic Precious Metals, Inc. By far the most significant asset owned by the Applicant is its interest in the Kemess Mine in northern British Columbia.
12. Following extensive marketing efforts, PwC received and accepted the best offer made for the purchase of the Applicant's assets. Substantially all of the assets, other than the Kemess Mine have been sold or otherwise disposed of.
13. PwC received an acceptable offer for the Kemess Mine in the marketing process. However, rather than complete that sale, and with the concurrence of the Kemess Mine asset purchaser, PwC sought approval of the Court to file the Proposal under the BIA to compromise the claims of creditors and to provide for the continuation of the Applicant's mining business at Kemess by the Applicant. The restructuring of the Applicant would provide greater benefits to all of the stakeholders than would a sale of the Kemess Mine in accordance with the accepted offer.
14. By order dated November 22, 1999, the Court authorized PwC to file the Proposal on behalf of the Applicant. As noted above, the Proposal was filed in accordance with the BIA on December 3, 1999, accepted by all classes of creditors at meetings held on December 14, 1999 and approved by the Court, on notice to all creditors and shareholders, on January 4, 2000. PwC was appointed Trustee under the Proposal.
15. Prior to approval of the Proposal by the Court, registered shareholders and creditors of the Applicant received the Trustee's report which contained near prospectus level disclosure regarding the Applicant and the Proposal.

The Proposal

16. Under the terms of the Proposal, the capital structure, assets and liabilities of the Applicant are completely restructured. The Proposal allowed for the compromise or satisfaction of claims of the Applicant's creditors, permitted the Applicant to continue as a going concern with the Kemess Mine as the Applicant's principal assets and allowed for the possibility of new business to be introduced to the Applicant in the future.
17. The Proposal provided for the reorganization of the capital and assets of the Applicant and compromise of

- the Applicant's liabilities as set out in the Proposal through the following steps:
- A. the sale of a royalty interest in the Kemess Mine to Northgate Resources Limited ("Northgate"), or its nominee, equal to 95% of the net cash flow of the Kemess Mine and subject to the transfer and conversion rights contained in a Royalty Agreement;
 - B. the transfer of all remaining assets of the Applicant, other than the Kemess Mine, or relating to, the Kemess Mine, to a wholly-owned subsidiary for sale for the benefit of secured creditors; and
 - C. the satisfaction or assumption of outstanding indebtedness of the Applicant through the distribution of a portion of the purchase price for the royalty and the issuance of Common Shares and Non-voting Shares.
18. With respect to paragraph 17.C, the implementation of the Proposal requires the following distributions of securities of the Applicant take place:
- A. Trilon Financial Corporation ("Trilon"), a secured creditor of the Applicant, will receive Common Shares representing 48.5% and Non-voting Shares such that Trilon's equity interest will total 67% of the restructured Applicant in exchange for a release of \$15 million of indebtedness;
 - B. the holders of certain notes issued by the Applicant will receive a payment of \$1.0 million in cash in repayment of costs plus Non-voting Shares representing 30% equity interest in the restructured Applicant, in exchange for and satisfaction of their approximately \$263 million of secured and unsecured creditor claims; and
 - C. the Unsecured Creditors will receive a cash payment of \$2.0 million and Non-voting Shares equal to 2% equity interest in the restructured Applicant, calculated on a fully-diluted basis, in exchange for and satisfaction of approximately \$424 million of Unsecured Creditor claims, including governmental claims.
19. The total number of Non-voting Shares to be issued to Unsecured Creditors resident in each Jurisdiction will not exceed 1% of the equity interest in the Applicant in each Jurisdiction following the reorganization.
20. All of the distributions contemplated by the Proposal have been approved by the Court under the BIA. Articles of Reorganization were filed by the Applicant in accordance with the Proposal on February 11, 2000.
21. Prior to the reorganization the Common Shares were consolidated on a 100 for 1 basis resulting in existing shareholders holding 51.5% of the voting shares of the restructured Applicant representing a 1% equity interest.
22. As a consequence of the implementation of the Proposal, virtually all of the debt of the Applicant and to creditors affected by the Proposal will either be compromised or assumed.
- Distributions Required to Implement the Proposal**
23. The distribution of the following securities of the Applicant necessary to complete the implementation of the Proposal were made on February 11, 2000:
- A. a debenture issued by the Applicant to Northgate creating a fixed and floating charge on all property and assets relating the to the Kemess Mine;
 - B. a note issued by the Applicant to PwC in trust on behalf of Trilon in the aggregate principal amount of \$15 million convertible upon implementation of the Proposal into 1,530,288 Common Shares and 107,341,027 Non-voting Shares (the "Secured Creditor Note");
 - C. a promissory note issued by the Applicant to PwC in trust on behalf of the certain secured creditors (the "Hedge Creditors") in the aggregate principal amount of \$2.1 million;
 - D. a note issued by the Applicant to PwC in trust on behalf of holders of certain notes issued by the Applicant (the "Note Holders"), in the aggregate principal amount of \$175 million convertible upon implementation of the Proposal into 48,748,350 Non-voting Shares (the "Note Holders Note"); and
 - E. a note issued by the Applicant to PwC in trust on behalf of certain unsecured creditors of the Applicant (the "Unsecured Creditors") convertible upon implementation of the Proposal into 3,249,890 Non-voting Shares (the "Unsecured Creditors Note").
- Distributions Required Following Implementation of the Proposal**
24. The following securities of the Applicant are required to be distributed by PwC following implementation of the Proposal in connection with its obligations as trustee under the Proposal (the "Post-Implementation Distributions"):
- A. 1,530,288 Common Shares and 107,341,027 Non-voting Shares to be distributed to Trilon upon conversion of the Secured Creditor Note;
 - B. 107,341,027 Non-voting Shares to be distributed to a trustee on behalf of the Note Holders upon conversion of the Note Holders Note;
 - C. three promissory notes in the aggregate collective principal amount of US\$2.1 million issued to each Hedge Creditor in proportion of

their claims against Royal Oak (the "Hedge Creditor Notes"); and,

- D. 3,249,890 Non-voting Shares to be distributed to the Unsecured Creditors, 509 of which are resident in Ontario, upon conversion of the Unsecured Creditors Note.
25. The Hedge Creditor Notes were distributed to the Hedge Creditors on February 11, 2000 immediately following implementation of the Proposal.
26. An application was submitted to the Commission as principal regulator under the Mutual Reliance Review System for exemptive relief from prospectus and registration requirements for those securities described at paragraph 24.D to be distributed to the Unsecured Creditors in certain jurisdictions where such relief is required, and the relief was granted by Decision Document dated February 29, 2000 (the "MRRS Decision").
27. All of the Unsecured Creditors are at arm's length to the Applicant.
28. Apart from the failure to file financial statements that prompted the issuance of the Cease Trade Order, described in paragraph 4, the Applicant is not in default of any requirement of the Act, the rules or the regulation made thereunder.
29. The Post-Implementation Distributions of Common Shares and Non-voting Shares to Secured and Unsecured Creditors resident in Ontario will not be permitted under the Act until an order has been granted under section 144 of the Act by the Commission which partially revokes the Cease Trade Order to permit such distributions.
30. The Applicant understands that the Cease Trade Order will remain in effect following the completion of the Post-Implementation Distributions and that the securities distributed to Trilon and to the Unsecured Creditors will remain subject to the Cease Trade Order.
31. The Applicant understands that if and when application is made to the Commission to revoke the Cease Trade Order, the Commission may require, as a condition of revoking the Cease Trade Order, that the Applicant shall have been discharged from bankruptcy and that supplementary information concerning the reorganized enterprise be filed with the Commission.

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

AND UPON the Director being satisfied that to do so would not be contrary to the public interest;

IT IS ORDERED pursuant to section 144 of the Act that the Cease Trade Order be and is hereby partially revoked to permit the Post-Implementation Distributions to Trilon and the 509 Unsecured Creditors of the Applicant resident in Ontario.

March 13th, 2000.

"Margo Paul"

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Chapter 3

Reasons: Decisions, Orders and Rulings

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

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Chapter 4

Cease Trading Orders

4.1 Temporary Orders

4.1.1 2950995 Canada Inc., et al. - s. 127

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

AND

IN THE MATTER OF
2950995 CANADA INC., 153114 CANADA INC., ROBERT
ARMSTRONG, JACK AUSTIN, SUZANNE AYSCOUGH,
MARY BRADLEY, GUSTAVO CANDIANI, PATRICIA
CARSON, STEPHEN CARSON, LUCY CATERINA,
MICHELINE CHAREST, MARK CHERNIN, ALISON
CLARKE, SUSANNAH COBBOLD, MARIE-JOSÉE
CORBEIL, JANET DELLOSA, FRANÇOIS DESCHAMPS,
MARIE-LOUISE DONALD, KELLY ELWOOD, DAVID
FERGUSON, LOUIS FOURNIER, JEAN GAUVIN,
JEFFREY GERSTEIN, BENNY GOLAN, MENACHEM
HAFSARI, AMIR HALEVY, JERRY HARGADON, KAREN
HILDERBRAND, JORN JESSEN, BRUCE J. KAUFMAN,
MOHAMED HAFIZ KHAN, KATHY KELLEY, PHILLIP
KELLEY, LORI EVANS LAMA, PATRICIA LAVOIE,
MICHAEL LÉGARÉ, PIERRE H. LESSARD, CAROL
LOBISSIER, RAYMOND McMANUS, MICHAEL
MAYBERRY, SHARON MAYBERRY, PETER MOSS,
MARK NEISS, GIDEON NIMOY, HASANAIN PANJU,
ANDREW PORPORINO, STEPHEN F. REITMAN, JOHN
REYNOLDS, MARIO RICCI, LOUISE SANSREGRET,
CASSANDRA SCHAFHAUSEN, ANDREW TAIT, LESLEY
TAYLOR, KIM M. THOMPSON, DANIEL TIERNEY,
BARRIE USHER, RONALD A. WEINBERG, LAWRENCE P.
YELIN AND KATH YELLAND

TEMPORARY ORDER (Section 127)

WHEREAS it appears to the Director of the Ontario
Securities Commission ("the Commission") that:

1. CINAR Corporation ("CINAR") is incorporated under the laws of Canada and is a reporting issuer in the Province of Ontario;
2. Each of 2950995 Canada Inc., 153114 Canada Inc., Robert Armstrong, Jack Austin, Suzanne Ayscough, Mary Bradley, Gustavo Candiani, Patricia Carson, Stephen Carson, Lucy Caterina, Micheline Charest, Mark Chernin, Alison Clarke, Susannah Cobbold, Marie-Josée Corbeil, Janet Delloso, François Deschamps, Marie-Louise Donald, Kelly Elwood, David Ferguson, Louis Fournier, Jean Gauvin, Jeffrey Gerstein, Benny Golan, Menachem Hafsari, Amir Halevy, Jerry Hargadon, Karen Hilderbrand, Jorn

Jessen, Bruce J. Kaufman, Mohamed Hafiz Khan, Kathy Kelley, Phillip Kelley, Lori Evans Lama, Patricia Lavoie, Michael Légaré, Pierre H. Lessard, Carol Lobissier, Raymond McManus, Michael Mayberry, Sharon Mayberry, Peter Moss, Mark Neiss, Gideon Nimoy, Hasanain Panju, Andrew Porporino, Stephen F. Reitman, John Reynolds, Mario Ricci, Louise Sansregret, Cassandra Schafhausen, Andrew Tait, Lesley Taylor, Kim M. Thompson, Daniel Tierney, Barrie Usher, Ronald A. Weinberg, Lawrence P. Yelin, Kath Yelland (the "Respondents") are, or were during the financial year of CINAR ended November 30, 1999, directors, officers or insiders of CINAR.

3. Certain of the Respondents hold securities of CINAR indirectly through entities controlled by them including Patricia Carson, Stephen Carson, Robert A. Weinberg, Micheline Charest and Phillip Kelley.
4. CINAR failed to file annual financial statements for its financial year ended November 30, 1999 (the "1999 financial statements") on or before April 18, 2000, contrary to subsection 78(1) of the Act.
5. By application to the Commission dated April 3, 2000, CINAR requested an exemption from the requirement contained in subsection 78(1) of the Act that CINAR file its 1999 financial statements on or before July 18, 2000. The requested relief has not been granted.
6. As of the date of this order, CINAR has not filed its 1999 financial statements.
7. By virtue of their relationship to CINAR, each Respondent has, or has access to, information regarding the affairs of CINAR that has not been generally disclosed.

AND WHEREAS the Director is of the opinion that is in the public interest to make this order;

AND WHEREAS the Director is of the opinion that the length of time required to conclude a hearing could be prejudicial to the public interest;

IT IS ORDERED pursuant to paragraph 2 of subsection 127(1) and subsection 127(5) of the Act that:

- A. all trading, whether direct or indirect, by the Respondents in the securities of CINAR shall cease until two full business days following the receipt by the Commission of all filings CINAR is required to make pursuant to Ontario securities law; and

Cease Trading Orders

B. this order shall take effect immediately and shall expire on the fifteenth day after its making unless extended by the Commission.

April 20th, 2000.

"Heidi Franken"
Manager, Corporate Finance Branch

4.2.1 Management & Insider Cease Trade Order

Company Name	Date of Order or Temporary Order	Date of Hearing	Date of Extending Order	Date of Rescinding Order
CINAR Corporation	Apr 20/2000	---	—	---

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Chapter 5
Rules and Policies

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Chapter 6

Request for Comments

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IN THIS ISSUE

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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>
04Apr00	1377077 Ontario Inc. - Non-Voting Exchangeable Shares	328,064,973	6,377,930
31Mar00	Acuity Pooled Ventures Fund - Units	650,000	65,000
01Feb00	Aero Capital Limited Partnership - Units	160,000	159
25Feb00	Alliance Productions Limited Partnership No. 15 - Units	123,515,858	117,152
31Mar00	Alpha Communications Corp. - Units	1,400,000	3,500,000
13Apr00	Alpha Communications Corp. - Units	600,000	1,500,000
	Anita Kaufman Investment Holdings, LLC - Membership Interests	53,291	53,291
31Mar00	Arrow Capital Advance Fund - Trust Units	1,450,000	11,288
30Mar00	Arrowpoint Communications, Inc. - Common Shares	US\$311,100	9,150
16Mar00	BakBone Software Incorporated - Series B Special Warrants	4,430,715	447,547
03Apr00 & 06Apr00	BCB Voice Systems Inc. - Special Warrants	3,082,603	1,208,864
03Feb00 to 10Mar00	Belzberg Financial Markets & News International Inc. - Common Shares - Amended	360,000	18,000
25Feb00	BPI Global Opportunities III Fund - Units	30,117,723	236,992
27Mar00	Burgundy European Equity Fund - Units	1,876,345	187,634
29Mar00	Buystream Inc. - Class A Preferred Stock and Class B Preferred Stock	1,426,975	1,351,146. 7,485,000 Resp.
07Apr00	Canadian Golden Dragon Resources Ltd. - Common Shares	4,750	25,000
31Dec99	Canadian 88 Energy Corp. - Common Shares	3,000,000	1,500,000
17Mar00	CastelHill Ventures Limited Partnership II - Limited Partnership Units	4,750,000	475
08Apr00	Centrefund Realty Corporation - Advisory Warrants	2,000,000	1,000,000
05Apr00	CI Communications Inc. - Class A Common Shares	1,000,000	50,000
28Mar00	CMS Entrepreneurial Real Estate Fund II. L.P. - Unit	1,220,000	.48

Notice of Exempt Financings

<u>Trans. Date</u>	<u>Security</u>	<u>Price (\$)</u>	<u>Amount</u>
10Apr00	Cogency Technology Incorporated - Class A Shares	US\$1,333,333	1,333,333
08Feb99 to 01Dec99	Concert Industries Ltd. - Common Shares	44,771	14,124
Jan/00 & Feb/00	Connor Clark Private Trust As Issuer of "The Connor Clark Private Trust Series of Funds"	20,458,616	20,458,616
Jan/00 & Feb/00	Connor Clark Private Trust As Issuer of "The Connor Clark Private Trust Series of Funds"	64,129,485	64,129,485
06Apr00	Daedalian Systems Group Inc. - Convertible Promissory Notes	\$550,000	\$3
03Mar00	Darnley Bay Resources Limited - Special Warrants	156,000	100,000
21Feb00	Darnley Bay Resources Limited - Special Warrants	411,180	534,000
22Feb00	Darnley Bay Resources Limited - Special Warrants	324,761	364,900
06Mar00	Darnley Bay Resources Limited - Special Warrants	149,999	101,351
21Mar00	Delicious Alternative Desserts Ltd. - Series II Special Notes	\$2,750,000	\$3
07Apr00	E.R.S.S. Limited Partnership - Partnership Units	155,500	6,220
31Mar00	Equity International Investment Trust - Units	1,888	291
30Mar00	EvolutionB Corp. - Special Warrants	2,661,850	2,661,850
23Mar00	Ezenet Corp. - Special Warrants - Amended	31,413,375	2,792,300
11Apr00	Fuji Heavy Industries Ltd. - Common Stock	1,540,223,897	131,895,925
30Mar00	Griffin Corporation, The - Common Shares	875,000	3,017,241
09Mar00	GT Group Telecom Inc. - Class B Non-Voting Shares	US\$63,000	4,500
13Mar00	Infineon technologies AG - American Depository Shares	US\$455,106	13,330
30Mar00 & 03Apr00	Infocast Corporation - Units	5,000,000	5,000
02Mar00	Juniper Networks Inc. - 4.75% Convertible Subordinated Notes due March 15, 2000	US\$103,400,000	1,034,000
03Mar00	K2 Energy Corp. - Units	325,000	650,000
15Mar00	Kasten Chase Applied Research Limited - Special Warrants	10,010,250	1,483,000
31Mar00	Kingwest Avenue Portfolio - Units	1,027,171	56,644
10Apr00	Legget Drive Property Limited - Partnership - Units	100,000	4
22Mar00	Marathon Plus Momentum Fund - Trust Units	750,000	66,746
31Mar00	Marquest Balanced Fund #750 -	904,433	60,252
31Mar00	Marquest Canadian Equity Fund #650 -	1,000,000	101,831
31Mar00	Marquest Canadian Equity Growth Fund #501 -	368,253	11,144
31Mar00	Marquest Technology Fund #401US -	7,271,853	677,119
31Mar00	Marquest US Equity Growth Fund #301US -	150,000	5,713
20Mar00	Maxygen, Inc. - Common Stock	US\$271,600	2,800
03Apr00	McElvaine Investment Trust, The - Trust Units	200,000	18,157
22Mar00	Metalink Ltd. - Ordinary Shares	US\$382,500	8,500
04Apr00	MetLife, Inc. - Common Stock	195,674	299,500
31Mar00	Mobile Computing Corporation - Special Warrants	360,000	80,000
16Mar00	Multi-Glass International Inc. - Common Shares	84,700	110,000

Notice of Exempt Financings

<u>Trans. Date</u>	<u>Security</u>	<u>Price (\$)</u>	<u>Amount</u>
06Mar00	Net 2000 Communications, Inc. - Common Shares	US\$643,000	32,150
17Mar00	Netro Corp. - Common Shares	US\$41,250	500
31Mar00	Nexus North American Balanced Fund - Trust Units	17,915	1,773
05Apr00	Online Direct Inc. - Common Shares	8,390	8,390
01Mar00	Palm, Inc. - Common Shares	US\$9,781,200	257,400
30Mar00	Plaintree Systems Inc. - Special Warrants	7,250,000	7,250,000
31Mar00 to 07Apr00	Putnam Canadian Global Trusts - Trust Units	2,364	231
25Feb00	QSA Enterprise Fund -	US \$314,000	314,000
09Mar00	QSA Enterprise Fund -	US \$136,000	136,000
15Feb00 to 21Feb00	QSA Enterprise Fund -	US \$312,000	312,000
10Feb00	QSA Enterprise Fund -	US \$155,000	155,000
05Apr00	# Romios Gold Resources Inc. - Units	250,920	73
29Feb00	Royal Bank of Scotland Group plc. The - American Depository Shares	US\$3,240,000	3,240,000
29Mar00	SC Canada Limited Partnership - Units	4,426,000	4,426,000
20Mar00	Snowball.com, Inc. - Common Shares	US\$41,800	3,800
07Apr00	Stratos Global Corporation - Special Warrants	27,019,000	2,636,000
15Mar00	Tele1, Europe Holdings AB - Ordinary Shares	US\$22,200	1,200
05Apr00	Telepanel Systems Inc. - Special Warrants	5,000,000	1,515,152
06Apr00	# Temex Resources Ltd. - Units	426,000	1,065,000
04Apr00	Teva Pharmaceutical Industries Ltd. - Ordinary Shares	106,848,097	2,077,240
05Apr00	# Trader.com N.V. - Class A Common Shares	210,495	5,000
05Apr00	Ulticom, Inc. - Common Stock	US\$130,000	10,000
16Mar00	Universal Access, Inc. - Common Shares	US\$516,600	36,900
27Mar00	Viva Care Health E-Store Inc. - Class C (Non-Voting) Common Shares	355,002	591,670
07Apr00	Viva Care Health E-Store Inc. - Class C (Non-Voting) Common Shares	700,000	1,166,668
10Apr00	WavePOINT Systems Inc. - Special Warrants	150,000	300,000

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>
21Feb00	Feb00	Gowest Amalgamated Resources Ltd.	Aurado Exploration Ltd. - Warrants	187,500	750,000

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>
Multimedia Solutions, Inc.	10Apr00
Rebel.com Inc.	30Dec99

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

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
Boardwalk Properties Company Limited	Boardwalk Equities Inc. - Common Shares	290,000
Estill Holdings Limited	EMJ Data Systems Ltd. - Common Shares	1,500,000
Estill, Glen R.	EMJ Data Systems Ltd. - Common Shares	100
Estill, James A.	EMJ Data Systems Ltd. - Common Shares	18,100
Black, Conrad M.	Hollinger Inc. - Series II Preference Shares	1,611,039
Arseneau, Warren	Inzeco Holdings Inc. -	50,000
Xenolith Gold Limited	Kookaburra Resources Ltd. - Common Shares (Amended)	2,100,000
Coplex Resources NL C/O Lockwood, Sims	Naftex Energy Corporation - Common Shares	58,000,000
Bustin Investment Corporation	Poplar Point Explorations Inc. - Common Shares	137,348
Malion, Andrew	Spectra Inc. - Common Shares	250,000
Faye, Michael R.	Spectra Inc. - Common Shares	250,000
Malion, Andrew	Spectra Inc. - Common Shares	250,000
Faye, Michael R.	Spectra Inc. - Common Shares	250,000
Hawkins, Stanley G.	Tandem Resources Ltd. - Common Shares	2,000,000
Coutts Family Trust, The	Teklogix International Inc. - Common Shares	185,800
J'Andkast Holdings Inc.	University Avenue Financial Corporation - Common Shares	2,600,000

Chapter 9
Legislation

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

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Chapter 10

Public Filings

01 Communique Laboratory Inc.

News Release - Stock Option Notice ** dated Apr. 6, 2000

1402334 Ontario Inc.

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

360Networks Inc.

Application Pursuant to the Mutual Reliance Review System 402/00 dated Apr. 13, 2000
News Release - New Listing/Delisting ** dated Apr. 12, 2000

3701131 Canada Inc.

Application Pursuant to Section 263 of the Securities Act 381/00 dated Apr. 5, 2000

3NET MEDIA Corporation

News Release - Finances/New Financing ** dated Apr. 14, 2000
Prospectus/AIF Receipt - BC dated Apr. 4, 2000

701.Com Corp.

News Release - New Listing/Delisting ** dated Apr. 12, 2000

A.C. Global Capital Corp.

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

A.E. Ventures Ltd

News Release - Agreement ** dated Apr. 11, 2000

A.I.S. Resources Ltd.

Record Date/Meeting Date - May 12 / June 23 dated Apr. 14, 2000
Record Date/Meeting Date - May 12 / June 23 dated Apr. 14, 2000

AADCO-industries.com inc.

Record Date/Meeting Date - May 10/00 - June 14/00 dated Apr. 14, 2000

Abacus Minerals Corporation

Record Date/Meeting Date - 05/12/2000 - 06/22/2000 dated Apr. 17, 2000

Abaddon Resources Inc.

Material Change Report - Other (Form 27) dated Apr. 10, 2000
News Release - Share/Stock/Debtenture Information ** dated Apr. 10, 2000

Aber Resources Ltd.

News Release - Progress Report ** dated Apr. 11, 2000

ABL Canada Inc.

Record Date/Meeting Date - May 16/00 - June 19/00 dated Apr. 14, 2000

AC Energy Inc.

News Release - Progress Report ** dated Apr. 13, 2000

Acetex Corporation

Prospectus/AIF Receipt - Newf. dated Apr. 14, 2000
Prospectus/AIF Receipt - PEI dated Apr. 14, 2000
Prospectus/AIF Receipt - NS dated Apr. 14, 2000
Prospectus/AIF Receipt - BC dated Apr. 13, 2000

Active Assets & Associates Inc.

Audited Annual Financial Statement Nov. 30, 1999

AcuBid.Com Inc.

Interim Financial Statements for 06 mn period ended Feb. 29, 2000

Acuity Pooled Canadian Equity Fund

Private Placement (Form 20) dated Mar. 9, 2000

AD OPT Technologies Inc.

Record Date/Meeting Date - April 11/00 - May 16/00 dated Apr. 17, 2000

Adam Technologies Inc.

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

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

ADI Technologies Inc.

News Release - Stock Option Notice ** dated Apr. 12, 2000

Adobe Ventures Inc.

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

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

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

ADS Inc.

French Report under s.114 Quebec Securities Act dated Jan. 31, 1999

Adulis Minerals Corp.

Record Date/Meeting Date - 05/16/2000 - 06/22/2000 dated Apr. 17, 2000

Advantexcel.com Communications Corp.

News Release - New Listing/Delisting ** dated Apr. 11, 2000

AEterna Inc. (Les Laboratoires)

Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
Management Discussion and Analysis dated Dec. 31, 1999

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

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

French News Release - Financial Statement/Operating Results ** dated Apr. 17, 2000

French News Release - Financial Statement/Operating Results ** dated Apr. 17, 2000

News Release - Financial Statement/Operating Results ** dated Apr. 17, 2000

Aether Sytems, Inc.

Offering Memorandum dated Mar. 17, 2000
Private Placement (Form 45-501F1) dated Mar. 29, 2000

AFCAN Mining Corporation

Certificate of Mailing ** dated Apr. 12, 2000

AFM Hospitality Corporation

News Release - Agreement ** dated Apr. 12, 2000

Afrasia Mineral Fields Inc.

Interim Financial Statements for 09 mn period ended Feb. 29, 2000

African Sky Communications Incorporated

News Release - Progress Report ** dated Apr. 4, 2000

AfriOre Limited

Audited Annual Financial Statement Nov. 30, 1999

Afton Food Group Ltd.

Report of Acquisition (Reg. S-101) dated Apr. 6, 2000

Report of Acquisition (Reg. S-101) dated Apr. 6, 2000

Report of Acquisition (Reg. S-101) dated Apr. 6, 2000

Report of Acquisition (Reg. S-101) dated Apr. 6, 2000

AG Growth Industries Inc.

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 12, 2000

News Release - Amalgamation ** dated Apr. 13, 2000

AGF Canadian Stock Fund

Application dated Apr. 11, 2000

AGF Canadian Tactical Asset Allocation Fund

Application dated Apr. 11, 2000

AGF Group of Funds

Application dated Apr. 11, 2000

Waiver Letter dated Apr. 13, 2000

AGF International Group Limited

Waiver Letter dated Apr. 13, 2000

AGF International Group Limited - Canada Class

Application dated Apr. 11, 2000

AGRA Inc.

Report of Acquisition (Reg. S-101) dated Apr. 10, 2000

News Release - Merger ** dated Apr. 13, 2000

News Release - Progress Report ** dated Apr. 11, 2000

T.S.E. Notice to Members ** dated Apr. 7, 2000

Agrium Inc.

Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Mar. 27, 2000

Management Discussion and Analysis dated Dec. 31, 1999

News Release - Change of Directors/Officers** dated Apr. 17, 2000

AimGlobal Technologies Company Inc.

Private Placement (Form 45-501F1) dated Mar. 10, 2000

News Release - Development - Land/Project/Product ** dated Apr. 13, 2000

Airbomb.com Marketing Ltd.

Prospectus/AIF Receipt - BC dated Apr. 13, 2000

Aitchison Capital Inc.

News Release - Letter of Intent ** dated Apr. 14, 2000

Akita Drilling Ltd.

Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999

Early Warning Report dated Apr. 12, 2000

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 1, 2000

Annual Information Form (Policy 5.10) dated Apr. 1, 2000

Management Discussion and Analysis dated Dec. 31, 1999

Akrokeri-Ashanti Gold Mines Inc.

Record Date/Meeting Date - 05/09/2000 -
06/26/2000 dated Apr. 12, 2000

Alantra Venture Corp.

News Release - Name Change ** dated Apr. 12,
2000

Alberta Energy Company Ltd.

French Renewal Annual Information Form (NP 47)
dated Feb. 16, 2000

News Release - Financial Statement/Operating
Results ** dated Apr. 12, 2000

News Release - Dividend Announced ** dated
Apr 12, 2000

ALBERTA STAR MINING CORP.

Audited Annual Financial Statement Nov. 30,
1999

Information Circular/Proxy/Notice of Meeting -
Other dated Apr. 5, 2000

Letter to Shareholders ** dated Apr. 14, 2000

Alcan Aluminium Limited

Audited Annual Financial Statement Dec. 31,
1999

News Release - Merger ** dated Apr. 13, 2000

Alcanta International Education Ltd.

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

Alliance Energy Inc.

Certificate of Mailing ** dated Mar. 29, 2000

Certificate of Mailing ** dated Mar. 29, 2000

Allied Hotel Properties Inc.

Audited Annual Financial Statement Dec. 31,
1999

News Release - Financial Statement/Operating
Results ** dated Apr. 17, 2000

Allnet Secom Corp

Private Placement (Form 45-501F1) dated Feb.
29, 2000

Allos Therapeutics, Inc.

Offering Memorandum dated Mar. 27, 2000

Private Placement (Form 45-501F1) dated Apr. 6,
2000

ALSTOM

Form 6-K dated Mar. 31, 2000

Form 6-K dated Apr. 4, 2000

Alta Genetics Inc.

News Release - Financial Statement/Operating
Results ** dated Mar. 23, 2000

Alta Natural Herbs & Supplements Ltd.

News Release - C.T.O.-Cease Trade Order **
dated Apr. 7, 2000

Alta Terra Ventures Corp.

Audited Annual Financial Statement Dec. 31,
1999

Alta-Kor Inc.

Material Change Report - Other (Form 27) dated
Apr 3, 2000

News Release - Progress Report ** dated Apr. 13,
2000

AltaCanada Energy Corp.

Record Date/Meeting Date - May 10/00 - June
22/00 dated Apr. 14, 2000

News Release - Development~
Land/Project/Product ** dated Apr. 13, 2000

Altagas Services Inc.

Annual Report Dec. 31, 1999

AltaRex Corp.

Prospectus Material dated Apr. 12, 2000

Private Placement (Form 45-501F1) dated Mar. 8,
2000

Prospectus dated Apr. 11, 2000

Prospectus/AIF Receipt - Alberta dated Apr. 12,
2000

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

French Prospectus/AIF Receipt - Quebec dated
Apr. 13, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 13,
2000

Alternative Fuel Systems Inc.

Private Placement (Form 20) dated Mar. 17, 2000

Alto Minerals Inc.

Material Change Report - Other (Form 27) dated
Apr. 13, 2000

Amdocs (Denmark) ApS.

Ruling/Order/Reasons 247/00 dated Mar. 29,
2000

Amdocs Holdings ULC

Ruling/Order/Reasons 247/00 dated Mar. 29,
2000

AMDOCS Limited

Ruling/Order/Reasons 247/00 dated Mar. 29,
2000

Americ Resources Corp.

Attachment to IFS dated Apr. 13, 2000

American Eco Corporation

News Release - Development~
Land/Project/Product ** dated Apr. 13, 2000

American Express Company

Form 10-K Dec. 31, 1999

Ameridex Minerals Corp.

News Release - Agreement ** dated Apr. 12, 2000

Amisco Industries Ltd.

Interim Financial Statements for 03 mn period
ended Mar. 4, 2000

AMT International Mining Corporation

News Release - Letter of Intent ** dated Apr. 14,
2000

Anaconda Uranium Corporation

News Release - Finances/New Financing ** dated
Apr. 13, 2000

Anadime Corporation

Record Date/Meeting Date - May 11/00 - June
22/00 dated Apr. 17, 2000

Andean American Mining Corp.

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

Anderson Exploration Ltd.

News Release - Agreement ** dated Apr. 17, 2000

Angoss Software Corporation

News Release - Legal Proceedings ** dated Apr.
10, 2000

Animacis Technologies Inc.

Record Date/Meeting Date - May 8/00 - June
12/00 dated Apr. 14, 2000

AnorMed Inc.

Private Placement (Form 45-501F1) dated Mar. 6,
2000

Private Placement (Form 45-501F1) dated Mar. 6,
2000

Anthem Properties Corp.

Information Circular/Proxy/Notice of Meeting -
Other dated Apr. 10, 2000

Anthony Clark International Insurance**Brokers Ltd.**

Record Date/Meeting Date - 04/25/2000 -
05/29/2000 dated Apr. 12, 2000

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

News Release - Issuer Bid ** dated Apr. 14, 2000

APAC Minerals Inc.

Supplement to IFS dated Nov. 30, 1999

APF Energy Trust

News Release ** Distribution dated Apr. 17, 2000

News Release - Financial Statement/Operating
Results ** dated Apr. 17, 2000

Apollo Gas Income Fund

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

Aqua-Pure Ventures Inc.

Attachment to IFS dated Nov. 30, 1999

News Release ** SHIAF Notice dated Apr. 10,
2000

Aquest Minerals Corporation

News Release - Development~
Land/Project/Product ** dated Apr. 12, 2000

Aquiline Resources Inc.

Record Date/Meeting Date - 05/09/2000 -
06/28/2000 dated Apr. 12, 2000

Arapaho Capital Corp.

Interim Financial Statements for 06 mn period
ended Feb. 29, 2000

Arbor Memorial Services Inc.

Notice of Intent to Sell Securities (Form 23) dated
Mar. 29, 2000

Arborscience Inc.

Record Date/Meeting Date - May 9 / June 21
dated Apr. 12, 2000

ARC International Corporation

Notice of Intent to Sell Securities (Form 23) dated
Mar. 30, 2000

Arcis Corporation

Information Circular/Proxy/Notice of Meeting -
Other dated Apr. 12, 2000

News Release - Finances/New Financing ** dated
Apr. 13, 2000

Armbro Enterprises Inc.

Private Placement (Form 45-501F1) dated Mar.
20, 2000

Art Advanced Research Technologies Inc.

Proxy dated Apr. 12, 2000

Information Circular/Proxy/Notice of Meeting -
Other dated Apr. 6, 2000

Arthrolab Inc.

French Record Date/Meeting Date - 04/26/2000 -
05/31/2000 dated Apr. 12, 2000

Ascot Resources Ltd.

Material Change Report - Other (Form 27) dated
Apr. 13, 2000

News Release - Finances/New Financing ** dated
Apr. 12, 2000

Ashanti Goldfields Company Ltd.

Form 6-K dated Apr. 12, 2000

Form 6-K dated Apr. 5, 2000

News Release - Agreement ** dated Apr. 5, 2000

News Release - Change of Directors/Officers**
dated Apr. 7, 2000

News Release - Financial Statement/Operating
Results ** dated Apr. 12, 2000

Asquith Resources Inc.

Record Date/Meeting Date - May 5/00 - June 9/00
dated Apr. 17, 2000

Associated Freezers Income Trust

Early Warning Report dated Apr. 10, 2000

Associates Corporation of North America

Form 8-K dated Apr. 3, 2000

Aster Ventures Corp.

News Release - Development~
Land/Project/Product ** dated Apr. 14, 2000

Astound Incorporated

Private Placement (Form 45-501F1) dated Mar
21, 2000

Astral Communications Inc.

Material Change Report - Other (Form 27) dated
Apr. 17, 2000

News Release - Progress Report ** dated Apr. 11,
2000

AT Plastics Inc.

Renewal Annual Information Form (NP 47) dated Feb. 16, 2000
 Prospectus/AIF Receipt - Ontario dated Apr. 12, 2000
 Prospectus/AIF Receipt - NS dated Apr. 13, 2000
 Prospectus/AIF Receipt - Newf. dated Apr. 13, 2000

ATCO Ltd.

Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Mar. 20, 2000
 Management Discussion and Analysis dated Dec. 31, 1999

Ateba Mines Inc.

Record Date/Meeting Date - May 12/00 - June 29/00 dated Apr. 14, 2000
 Record Date/Meeting Date - 05/12/2000 - 06/29/2000 dated Apr. 14, 2000
 Record Date/Meeting Date - 05/12/2000 - 06/29/2000 dated Apr. 17, 2000

Athabasca Oil Sands Trust

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

ATI Technologies Inc.

Interim Financial Statements for 06 mn period ended Feb. 29, 2000
 News Release - Financial Statement/Operating Results ** dated Apr. 6, 2000
 Certificate of Mailing ** dated Apr. 17, 2000

Atlantic Systems Group Inc.

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Mar. 29, 2000

Atlas Asset Management Inc.

Ruling/Order/Reasons 110/00 dated Mar. 28, 2000

Atna Resources Ltd.

News Release - Advance Notice of AGM ** 06/16/2000 dated Apr. 14, 2000

Audiotech Healthcare Corporation

Material Change Report - Other (Form 27) dated Mar. 29, 2000
 News Release - Finances/New Financing ** dated Apr. 10, 2000
 News Release - Change of Directors/Officers** dated Apr. 13, 2000

Audiovox Corporation

Private Placement (Form 45-501F1) dated Feb. 3, 2000
 Offering Memorandum dated Feb. 3, 2000
 Private Placement (Form 45-501F1) dated Feb. 3, 2000

Aur Resources Inc.

Revised Record Date/Meeting Date - May 17 / June 27 dated Apr. 12, 2000

Aurado Exploration Ltd.

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

Aurizon Mines Ltd.

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

Aurora Communications Exchange Ltd.

Private Placement (Form 45-501F1) dated Apr. 4, 2000

Auterra Ventures Inc.

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

Autobranch Technologies Inc.

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

Automated Recycling Inc.

Revised Schedule C for 9 months Ended Dec. 31/99 dated Apr. 14, 2000

Avalon Ventures Ltd.

News Release - Development~ Land/Project/Product ** dated Apr. 13, 2000

Axia Netmedia Corporation

Amended Prospectus/AIF Receipt - Alberta dated Apr. 7, 2000

Ayers Capital Corp.

Information Circular/Proxy/Notice of Meeting - Other dated Mar. 9, 2000

Ayrex Resources Ltd.

Record Date/Meeting Date - May 10 / June 14 dated Apr. 12, 2000

Azurix Corp.

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

B Split Corp

News Release - Dividend Announced ** dated Apr. 10, 2000

B.C. Pacific Capital Corporation

Record Date/Meeting Date - 05/15/2000 - 06/29/2000 dated Apr. 17, 2000

BAA Plc

News Release - Progress Report ** dated Apr. 11, 2000

News Release - Share/Stock/Debenture Information ** dated Apr. 7, 2000

Balaclava Mines Inc.

Prospectus/AIF Receipt - BC dated Apr. 13, 2000

Ballad Enterprises Ltd.

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

News Release - Agreement ** dated Apr. 13, 2000

Band-Ore Resources Ltd.

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

The Bank of Nova Scotia

Dividend Reinvestment and Share Purchase Plans ** dated Apr. 10, 2000

BarCode Holdings Limited

Audited Annual Financial Statement Jan. 31, 2000
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 6, 2000
 Certificate of Mailing ** dated Apr. 13, 2000
 Certificate of Mailing ** dated Apr. 13, 2000

Barrick Gold Corporation

Renewal Annual Information Form (NP 47) dated Mar. 31, 2000

Barrier Mining Corp.

Interim Financial Statements for 09 mn period ended Dec. 31, 1999

Barrington Petroleum Ltd.

News Release - Financial Statement/Operating Results ** dated Apr. 11, 2000

Bartizan Capital Corporation

Certificate of Mailing ** dated Apr. 3, 2000

Basinview Energy Limited

News Release - Finances/New Financing ** dated Apr. 12, 2000
 Prospectus/AIF Receipt - Alberta dated Apr. 12, 2000

Basis100 Inc.

Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999
 Private Placement (Form 45-501F1) dated Mar. 28, 2000

Battery Technologies Inc.

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 7, 2000

Ruling/Order/Reasons 317/00 File has been withdrawn by the applicant dated Apr. 14, 2000

Battle Mountain Canada Ltd.

Form 10-K Dec. 31, 1999
 Initial Annual Information Form (NP 47) dated Mar. 22, 2000

Prospectus/AIF Receipt - NB dated Apr. 10, 2000

Bay Terrace Partnership

Audited Annual Financial Statement Dec. 31, 1999

Baytex Energy Ltd.

Audited Annual Financial Statement Dec. 31, 1999
 French Information Circular dated Apr. 17, 2000
 French Material Change Report - Other (Form 27) dated Apr. 8, 2000

BC Gas Inc.

Short Form Prospectus dated Apr. 11, 2000
 Prospectus/AIF Receipt - BC dated Apr. 12, 2000
 News Release ** Filing PRO dated Apr. 12, 2000
 Prospectus/AIF Receipt - NS dated Apr. 12, 2000
 French Prospectus/AIF Receipt - Quebec dated Apr. 12, 2000
 Prospectus/AIF Receipt - PEI dated Apr. 13, 2000
 Prospectus/AIF Receipt - Newf. dated Apr. 12, 2000

BC Gas Utility Ltd.

Rapport des verificateurs et etats financiers Dec. 31, 1999

Rapport annuel Dec. 31, 1999

French Management Discussion and Analysis dated Dec. 31, 1999

BC Report Magazine Ltd.

Revised Interim Financial Statements for 09 mn period ended Feb. 6, 2000

BCB Voice Systems Inc.

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

BCE Emergis Inc.

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Mar. 28, 2000

Change of Auditors (Policy 31) dated Mar. 16, 2000

BCT.TELUS Communications Inc.

Attachment to AFS dated Dec. 31, 1999
 Prospectus/AIF Receipt - BC dated Apr. 13, 2000
 Certificate of Mailing ** dated Apr. 11, 2000
 Prospectus/AIF Receipt - NS dated Apr. 14, 2000
 Prospectus/AIF Receipt - NWT dated Apr. 13, 2000

Prospectus/AIF Receipt - Newfoundland and Labrador dated Apr. 17, 2000

Beamscope Canada Inc.

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

Bearcat Explorations Ltd.

Annual Report Nov. 30, 1999
 Audited Annual Financial Statement Nov. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 3, 2000
 Management Discussion and Analysis dated Nov. 30, 1999

Beaufield Consolidated Resources Inc.

News Release - Share/Stock/Debenture Information ** dated Apr. 10, 2000

Behaviour Communications Inc.

French Report under s.114 Quebec Securities Act dated Apr. 14, 2000

Belair Energy Corporation

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31, 1999

Certificate of Mailing ** dated Apr. 13, 2000
Bell Canada International Inc.
Prospectus/AIF Receipt - NB dated Apr. 10, 2000

Bellator Exploration Inc.
Takeover Bid Circular - Other - Cash dated Apr. 14, 2000
Early Warning Report dated Apr. 10, 2000
Takeover Bid Circular - Other - Cash dated Apr. 14, 2000

Bellevue Capital Corp.
Interim Financial Statements for 03 mn period ended Dec. 31, 1999
Certificate of Mailing ** dated Feb. 21, 2000
Certificate of Mailing ** dated Feb. 21, 2000

Belltech Ventures Ltd.
IPO - Initial Public Offering dated Apr. 7, 2000
Prospectus dated Apr. 7, 2000
Prospectus/AIF Receipt - BC dated Apr. 7, 2000

Belzberg Financial Markets & News International Inc.
Private Placement (Form 45-501F1) dated Mar. 10, 2000

Bennett Environmental Inc.
News Release - Contract ** dated Apr. 13, 2000

Benz Energy Inc.
News Release - Financial Statement/Operating Results ** dated Apr. 14, 2000
News Release - Financial Statement/Operating Results ** dated Apr. 14, 2000

Berkley Petroleum Corp.
News Release - Progress Report ** dated Apr. 11, 2000

Berkshire Capital Corp.
Certificate of Mailing ** dated Apr. 5, 2000

Berkshire International Mining Ltd.
News Release - Development - Land/Project/Product ** dated Apr. 14, 2000

Berland Resources Ltd.
News Release - Share/Stock/Debenture Information ** dated Mar. 15, 2000

BG Group plc
Form 6-K dated Apr. 7, 2000
Form 6-K dated Apr. 3, 2000
Form 6-K dated Apr. 11, 2000
Form 6-K dated Apr. 4, 2000

BG Transco plc
Form 6-K dated Apr. 11, 2000
Form 6-K dated Mar. 28, 2000
Form 6-K dated Apr. 4, 2000

Bid.Com International Inc.
News Release - Progress Report ** dated Apr. 11, 2000

Big Horn Resources Ltd.
Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 10, 2000
Management Discussion and Analysis dated Dec. 31, 1999
Amended Record Date/Meeting Date - May 15/00 to Annual & Special dated May 19, 1999

Big Picture Technologies Inc.
News Release - Agreement ** dated Apr. 11, 2000

Biochem Pharma Inc.
News Release - Progress Report ** dated Apr. 11, 2000

Biomax Technologies Inc.
Record Date/Meeting Date - May 10/00 - June 16/00 dated Apr. 13, 2000

Biovail Corporation
Audited Annual Financial Statement Dec. 31, 1999

Bishop Resources Incorporated
Certificate of Mailing ** dated Apr. 11, 2000
Certificate of Mailing ** dated Apr. 11, 2000

Bitterroot Resources Ltd.
Form 61 Schedule B&C; dated Jan. 31, 2000

Black Mountain Minerals Inc.
Audited Annual Financial Statement Nov. 30, 1999
Interim Financial Statements for 03 mn period ended Feb. 29, 2000

Blackline Oil Corporation
Record Date/Meeting Date - May 8/00 - June 12/00 dated Apr. 17, 2000

Blue Sky Resources Ltd.
Prospectus Material dated Apr. 13, 2000
Prospectus Material dated Apr. 13, 2000
Prospectus (LSIFC) dated Apr. 12, 2000
Prospectus/AIF Receipt - Alberta dated Apr. 13, 2000

BMO Asset Allocation Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO Bond Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO Dividend Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO Emerging Markets Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO Equity Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO Equity Index Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO European Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO Far East Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO Global Science & Technology Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO International Bond Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO International Equity Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO Japanese Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO Latin American Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO Money Market Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO Monthly Income Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO Mortgage Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO Nafta Advantage Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO Precious Metals Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO Premium Money Market Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO Resource Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO RSP International Index Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

BMO RSP U.S. Equity Index Fund
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000

- Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000
- BMO Special Equity Fund**
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 14, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000
- BMO T-Bill Fund**
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000
- BMO U.S. Dollar Bond Fund**
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000
- BMO U.S. Dollar Equity Index Fund**
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000
- BMO U.S. Dollar Money Market Fund**
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000
- BMO U.S. Growth Fund**
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000
- BMO U.S. Special Equity Fund**
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000
- BMO U.S. Value Fund**
Waiver Letter dated Apr. 13, 2000
Simplified Prospectus and AIF dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000
- Boardwalk Equities Inc.**
Early Warning Report dated Mar. 31, 2000
News Release - Financial Statement/Operating Results ** dated Apr. 14, 2000
- Bolt Energy Ltd.**
News Release - Financial Statement/Operating Results ** dated Apr. 12, 2000
- Bombardier Inc.**
News Release - Stock Option Notice ** dated Mar. 31, 2000
- Bonanza Red Lake Explorations Inc.**
Interim Financial Statements for 06 mn period ended Feb. 29, 2000
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 5, 2000
Change of Auditors (Policy 31) dated Mar. 31, 2000
- BONTERRA ENERGY CORP.**
Early Warning Report dated Apr. 10, 2000
News Release - Share/Stock/Debenture Information ** dated Apr. 3, 2000
- Botex Industries Corp.**
News Release - Progress Report ** dated Apr. 13, 2000
- Boundary Creek Resources Ltd.**
News Release - Finances/New Financing ** dated Apr. 17, 2000
- BP Amoco p.l.c.**
Form 6-K dated Mar. 16, 2000
- BPI American Opportunities Fund**
Private Placement (Form 45-501F1) dated Mar. 16, 2000
Private Placement (Form 45-501F1) dated Mar. 20, 2000
Private Placement (Form 45-501F1) dated Mar. 9, 2000
Private Placement (Form 45-501F1) dated Mar. 9, 2000
- BPI Global Opportunities Fund**
Private Placement (Form 45-501F1) dated Mar. 15, 2000
- BPI Global Opportunities III Fund**
Private Placement (Form 45-501F1) dated Mar. 6, 2000
Private Placement (Form 45-501F1) dated Mar. 16, 2000
Private Placement (Form 45-501F1) dated Mar. 21, 2000
- BPI Limited Partnership II**
Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999
- BPI Limited Partnership IV**
Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
- BPI Limited Partnership V**
Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
- BPI Limited Partnership VI**
Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
- BPI Limited Partnership VII**
Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
- BPI Limited Partnership VIII**
Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
- BPI Mutual Funds**
Revised Record Date/Meeting Date - April 7/00 - May 26/00 dated Apr. 17, 2000
- Bracknell Corporation**
Early Warning Report dated Mar. 31, 2000
- Bradner Ventures Ltd.**
Audited Annual Financial Statement Nov. 30, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 11, 2000
- BrandEra.com Inc.**
News Release - Agreement ** dated Apr. 12, 2000
- Brandelite International Corporation**
News Release - Finances/New Financing ** dated Apr. 12, 2000
- Brasilica Mining Corporation**
News Release - Share/Stock/Debenture Information ** dated Apr. 7, 2000
- Breakwater Resources Ltd.**
Amended Record Date/Meeting Date - May 8 / June 12 dated Apr. 13, 2000
- Brears Trucking Ltd.**
News Release - Progress Report ** dated Apr. 13, 2000
- Briana Bio-Tech Inc.**
Report of Acquisition (Reg. S-101) dated Apr. 10, 2000
- Bridges.com Inc.**
Material Change Report - Other (Form 27) dated Apr. 11, 2000
Material Change Report - Other (Form 27) dated Apr. 12, 2000
- Notice of Intent to Sell Securities (Form 23) dated Apr. 5, 2000
Notice of Intent to Sell Securities (Form 23) dated Apr. 4, 2000
News Release - Progress Report ** dated Apr. 12, 2000
- Bright Star Ventures Ltd.**
Interim Financial Statements for 03 mn period ended Jan. 31, 2000
Certificate of Mailing ** dated Apr. 14, 2000
- Brightspark Ventures, L.P.**
Private Placement (Form 45-501F1) dated Mar. 13, 2000
- British Telecommunications plc**
Form 6-K dated Mar. 21, 2000
Form 6-K dated Mar. 21, 2000
- BT Landmark Limited Partnership 1992**
Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999
- BT Landmark Limited Partnership 1994**
Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999
- Burgundy American Equity Fund**
Ruling/Order/Reasons dated Apr. 5, 2000
- Burgundy Balanced Income Fund**
Ruling/Order/Reasons dated Apr. 5, 2000
- Burgundy Bond Fund**
Ruling/Order/Reasons dated Apr. 5, 2000
- Burgundy Canadian Equity Fund**
Ruling/Order/Reasons dated Apr. 5, 2000
- Burgundy Foundation Trust Fund**
Ruling/Order/Reasons dated Apr. 5, 2000
- Burgundy Money Market Fund**
Ruling/Order/Reasons dated Apr. 5, 2000
- Burgundy Partners' Equity RSP Fund**
Ruling/Order/Reasons dated Apr. 5, 2000
- Burgundy Partners' Fund**
Ruling/Order/Reasons dated Apr. 5, 2000
- Burgundy Partners' RSP Fund**
Ruling/Order/Reasons dated Apr. 5, 2000
- Burgundy Premium Yield Fund**
Ruling/Order/Reasons dated Apr. 5, 2000
- BurntSand Inc.**
Private Placement (Form 45-501F1) dated Mar. 16, 2000
- BXL Energy Ltd.**
Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
Management Discussion and Analysis dated Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Mar. 31, 2000
Refiled Material Change Report - Other (Form 27) dated Apr. 3, 2000
- The Bypass Limited Partnership**
Private Placement (Form 45-501F1) dated Feb. 22, 2000
- C.I. Asian Fund**
Amendment No.2 to Simplified Prospectus & AIF dated Apr. 5, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 13, 2000
- C.I. Developing Markets Fund**
Amendment No.2 to Simplified Prospectus & AIF dated Apr. 5, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 13, 2000
- C.I. Global Energy Sector Shares**
Amendment No.2 to Simplified Prospectus & AIF dated Apr. 5, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 13, 2000

C.I. Global Resources Sector Shares

Amendment No.2 to Simplified Prospectus & AIF dated Apr. 5, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 13, 2000

C.I. Mutual Funds

Amendment No.2 to Simplified Prospectus & AIF dated Apr. 5, 2000
Prospectus/AIF Receipt - PEI dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 13, 2000
Prospectus/AIF Receipt - NS dated Apr. 13, 2000
Prospectus/AIF Receipt - Alberta dated Apr. 13, 2000
Prospectus/AIF Receipt - Newfoundland and Labrador dated Apr. 17, 2000
Revised Record Date/Meeting Date - April 7/00 - May 26/00 dated Apr. 17, 2000

C.I. Sector Fund Limited

Amendment No.2 to Simplified Prospectus & AIF dated Apr. 5, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 13, 2000

C.I. US Money Market Fund

Amendment No.2 to Simplified Prospectus & AIF dated Apr. 5, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 13, 2000

Cadillac Fairview Corporation

Report under s.114 Quebec Securities Act dated Oct. 31, 1999

Cadre Resources Ltd.

Audited Annual Financial Statement Oct. 31, 1999
Certificate of Mailing ** dated Apr. 14, 2000

CAE Inc.

Revised Record Date/Meeting Date - May 3 / June 14 dated Apr. 11, 2000

Caisse d',conomie de l'Automobile

Rapport annuel Nov. 30, 1999

Caisse d',conomie de la Vall,e de l'Amiante

Rapport annuel Nov. 30, 1999

Caisse d',conomie des Syndicats nationaux

Rapport annuel Oct. 31, 1999

Caisse d',conomie des Travailleuses et Travailleurs (Qu,bec)

Rapport annuel Oct. 31, 1999

C A I S S E D ' E C O N O M I E**LAVAL-SAINT-LAURENT**

Rapport annuel Nov. 30, 1999

Caisse Desjardins de l'Ouest de Laval

French Change of Year End (Policy 51) dated Apr. 10, 2000

Caisse Desjardins de Saint-Alexandre

Etats financier interimaires 06 mo.periode terminee le Feb. 29, 2000

Caisse Desjardins des fonctionnaires du Qu,bec

Rapport annuel Nov. 30, 1999

Caisse populaire Bois-des-Filion

Rapport annuel Nov. 30, 1999

Caisse Populaire d'Iberville

French Waiver Letter - Quebec dated Apr. 10, 2000

Caisse populaire de Hull

Rapport annuel Nov. 30, 1999
French Change of Year End (Policy 51) dated Apr. 10, 2000

Caisse populaire Desjardins Champlain

Rapport annuel Nov. 30, 1999

Caisse populaire Desjardins Christ-Roi de Chfteauguay

Etats financier interimaires 06 mo.periode terminee le Feb. 29, 2000

Caisse populaire Desjardins d'Arvida

Rapport annuel Nov. 30, 1999

Caisse populaire Desjardins d'Asbestos

Rapport annuel Nov. 30, 1999

Caisse populaire Desjardins de Bassin

Etats financier interimaires 06 mo.periode terminee le Feb. 29, 2000

Caisse populaire Desjardins de Beauport

Rapport annuel Nov. 30, 1999

Caisse populaire Desjardins de B,cancour

Rapport annuel Nov. 30, 1999

Caisse populaire Desjardins de Berthierville

French Waiver Letter dated Apr. 14, 2000

Caisse populaire Desjardins de Cap-Rouge

Rapport annuel Nov. 30, 1999

Caisse populaire Desjardins de Causapscal

Rapport annuel Nov. 30, 1999

Caisse populaire Desjardins de Havre-Aubert

Etats financier interimaires 06 mo.periode terminee le Feb. 29, 2000

Caisse populaire Desjardins de Les M,chins

Etats financier interimaires 06 mo.periode terminee le Feb. 29, 2000

Caisse populaire Desjardins de Malartic

Rapport annuel Nov. 30, 1999

Caisse populaire Desjardins de Montr,al-Est

Rapport annuel Nov. 30, 1999

Caisse populaire Desjardins de Murdochville

Etats financier interimaires 06 mo.periode terminee le Feb. 29, 2000

Caisse populaire Desjardins de New Richmond

Etats financier interimaires 06 mo.periode terminee le Feb. 29, 2000

Caisse populaire Desjardins de Nouvelle

Etats financier interimaires 06 mo.periode terminee le Feb. 29, 2000

Caisse populaire Desjardins de RiviŠre-au-Renard

Etats financier interimaires 06 mo.periode terminee le Feb. 29, 2000

Caisse populaire Desjardins de Saint-Sacrement

Rapport annuel Nov. 30, 1999

Caisse populaire Desjardins de Saint-Thomas-d'Aquin

Rapport annuel Nov. 30, 1999

Caisse populaire Desjardins de Sainte-F,licit,

Etats financier interimaires 06 mo.periode terminee le Feb. 29, 2000

Caisse populaire Desjardins de Ste-Elisabeth

Rapport annuel Nov. 30, 1999

Caisse populaire Desjardins du Christ-Roi (Joliette)

Rapport annuel Nov. 30, 1999

Caisse populaire Desjardins du Vieux-Qu,bec

Rapport annuel Nov. 30, 1999

Caisse populaire Desjardins Lac-Nomingue

Etats financier interimaires 06 mo.periode terminee le Feb. 29, 2000

Caisse populaire Desjardins Mirabel

Etats financier interimaires 06 mo.periode terminee le Feb. 29, 2000

Caisse populaire Desjardins Rollet

Etats financier interimaires 06 mo.periode terminee le Feb. 29, 2000

Caisse populaire Desjardins Saint-Paul-de-la-Croix

French Waiver Letter - Quebec dated Apr. 10, 2000

French Exchange of Securities Material dated Mar. 17, 2000

French Exchange of Securities dated Mar. 16, 2000

Caisse populaire Desjardins Saint-Vincent-de-Paul

Rapport annuel Nov. 30, 1999

Caisse populaire Desjardins Sault-au-R,collet

Rapport annuel Nov. 30, 1999

CAISSE POPULAIRE LES SAULES

French Waiver Letter dated Apr. 10, 2000

Caisse populaire Notre-Dame-du-Foyer

Rapport annuel Nov. 30, 1999

Caisse populaire Saint-François-d'Assise de Qu,bec

Rapport annuel Nov. 30, 1999

Caisse populaire Saint-Jean-Berchmans

Rapport annuel Nov. 30, 1999

Caisse populaire St-Paul-l'Ermite

Etats financier interimaires 06 mo.periode terminee le Feb. 29, 2000

Caisse populaire Trois-RiviŠres

Rapport annuel Nov. 30, 1999

Caisse Populaire, Sacr,-Coeur de la Baie Shawinigan

Rapport annuel May 31, 1999

Caldera Systems, Inc.

Private Placement (Form 45-501F1) dated Mar. 30, 2000

Caledonia Mining Corporation

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

Call-Net Enterprises Inc.

Record Date/Meeting Date - May 11/00 - June 26/00 dated Apr. 14, 2000

News Release - Change of Directors/Officers** dated Apr. 12, 2000

French News Release - Change of Directors/Officers** dated Apr. 12, 2000

Callinan Mines Limited

News Release - Assay Results ** dated Apr. 17, 2000

Cambiex Exploration Inc.

Record Date/Meeting Date -05/15/2000 - 06/20/2000 dated Apr. 17, 2000

News Release - Assay Results ** dated Apr. 12, 2000

Cambridge Shopping Centres Limited

Annual Report Dec. 31, 1999

Audited Annual Financial Statement Dec. 31, 1999
Management Discussion and Analysis dated Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Mar. 15, 2000

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

Campbell Resources Inc.

Revised Certificate of Mailing ** dated Apr. 14, 2000

Revised Certificate of Mailing ** dated Apr. 14, 2000

Revised Certificate of Mailing ** dated Apr. 14, 2000

Canabrava Diamond Corporation

Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 11, 2000
 Annual Information Form (Policy 5.10) dated Mar. 20, 2000
 Management Discussion and Analysis dated Dec. 31, 1999
 Material Change Report - Other (Form 27) dated Apr. 10, 2000
 Certificate of Mailing ** dated Apr. 13, 2000
 News Release - Development~Land/Project/Product ** dated Apr. 12, 2000

Canada Bread Company, Limited

Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999
 Annual Information Form (Policy 5.10) dated Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Feb. 29, 2000
 Management Discussion and Analysis dated Dec. 31, 1999
 Certificate of Mailing ** dated Mar. 30, 2000
 Certificate of Mailing ** dated Mar. 30, 2000
 Certificate of Mailing ** dated Mar. 30, 2000

Canada Payphone Corporation

News Release - Progress Report ** dated Apr. 13, 2000

Canada Trust Funds

Compliance Report dated Mar. 28, 2000

Canada Trust Portfolios

Compliance Report dated Mar. 28, 2000

Canadian 88 Energy Corp.

News Release - Share/Stock/Debtenture Information ** dated Mar. 27, 2000

Canadian Airlines Corporation

News Release - Change of Directors/Officers** dated Apr. 6, 2000

Canadian Chemical Reclaiming Ltd.

News Release - Progress Report ** dated Mar. 30, 2000
 News Release - Change of Directors/Officers** dated Apr. 11, 2000

Canadian General Investments, Limited

News Release - Dividend Announced ** dated Apr. 6, 2000

Canadian Golden Dragon Resources Ltd.

News Release - Finances/New Financing ** dated Apr. 12, 2000

Canadian Hunter Exploration Ltd.

Certificate of Mailing ** dated Apr. 11, 2000
 Certificate of Mailing ** dated Apr. 11, 2000
 Certificate of Mailing ** dated Apr. 11, 2000

Canadian Imperial Venture Corp.

Change of Auditors (Policy 31) dated July 19, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 14, 2000
 News Release - Development~Land/Project/Product ** dated Apr. 14, 2000
 Certificate of Mailing ** dated Apr. 14, 2000

Canadian International 1993-1994 Limited Partnership

Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999

Canadian International 1994 Limited Partnership

Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999

Canadian Natural Resources Limited

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Mar. 30, 2000
 Management Discussion and Analysis dated Dec. 31, 1999
 Renewal Annual Information Form (NP 47) dated Apr. 12, 2000
 Prospectus/AIF Receipt - New Brunswick dated Apr. 14, 2000

Canadian Northstar Corporation

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

Canadian Occidental Petroleum Ltd.

News Release - Financial Statement/Operating Results ** dated Apr. 17, 2000

Canadian Pacific Limited

Issuer Bid Circular dated Apr. 7, 2000

Canadian Pacific Railway Company

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

Canadian Pacific Securities Limited

Prospectus/AIF Receipt - NB dated Apr. 10, 2000

Canadian Real Estate Investment Trust

French Management Discussion and Analysis dated Dec. 31, 1999

Canadian Resources Income Trust

News Release - Progress Report ** dated Apr. 13, 2000

Canadian Resources Income Trust II

News Release - Financial Statement/Operating Results ** dated Apr. 13, 2000

Canadian Satellite Communications Inc.

French News Release - Progress Report ** dated Apr. 17, 2000
 News Release - Progress Report ** dated Apr. 17, 2000

Canadian Tire Corporation, Limited

French Prospectus/Pricing-Supplement dated Apr. 3, 2000
 French Prospectus/AIF Receipt - Quebec dated Apr. 11, 2000
 French Prospectus/AIF Receipt - Quebec dated Apr. 11, 2000

Canadian Utilities Limited

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

Canadian Venture Exchange Inc.

News Release ** Acceptance dated Apr. 4, 2000
 News Release ** Acceptance dated Apr. 4, 2000

Canasil Resources Inc.

Audited Annual Financial Statement Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 9, 2000
 News Release - Option Agreements-Relinquished/Acquired ** dated Apr. 17, 2000
 News Release - Change of Directors/Officers** dated Apr. 11, 2000

CanBaikal Resources Inc.

News Release - Progress Report ** dated Apr. 13, 2000

Canbras Communications Corp.

News Release - Acquisition ** dated Apr. 13, 2000
 News Release - Progress Report ** dated Apr. 13, 2000
 French News Release - Progress Report ** dated Apr. 13, 2000
 French News Release - Progress Report ** dated Apr. 13, 2000

Cancoil Integrated Services Inc.

News Release - Change of Directors/Officers** dated Apr. 12, 2000
 News Release - Finances/New Financing ** dated Apr. 13, 2000
 News Release - Finances/New Financing ** dated Apr. 13, 2000

Canop Investments Limited

News Release - Dividend Announced ** dated Apr. 5, 2000

Canhorn Chemical Corporation

Record Date/Meeting Date - May 9/00 - June 13/00 dated Apr. 17, 2000

Canmex Minerals Corporation

Record Date/Meeting Date - 05/12/2000 - 06/28/2000 dated Apr. 17, 2000

Canop Worldwide Corp

Record Date/Meeting Date - May 12/00 - June 27/00 dated Apr. 13, 2000

CanScot Resources Ltd.

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Cantol Ltd.

Record Date/Meeting Date - May 9/00 - June 29/00 dated Apr. 14, 2000

Capital Alliance Group Inc.

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

Carbite Golf Inc.

Audited Annual Financial Statement Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 12, 2000
 Application Pursuant to Subsection 83.1(1)392/00 dated Apr. 10, 2000

Carbiz.com Inc.

Private Placement (Form 45-501F1) dated Mar. 30, 2000

CaribGold Resources Inc.

News Release - Acquisition ** dated Apr. 10, 2000

Carma Corporation

Issuer Bid Circular dated Apr. 7, 2000
 Notice of Intention to Make an Issuer Bid (Form 31) dated Apr. 5, 2000

Carmelita Resources Limited

Interim Financial Statements for 09 mn period ended Dec. 31, 1999

CARS4U.com Ltd.

News Release - New Listing/Delisting ** dated Mar. 17, 2000

Cartier Bond Fund

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Cartier Cdn. Asset Allocation Fund

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Cartier Cdn. Equity Fund

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Cartier Global Equity Fund

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Cartier Money Market Fund

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Cartier Mutual Funds Inc.

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Cartier Small Cap Cdn. Equity Fund

Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999

Cartier U.S. Equity Fund

Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999

Cash Canada Group Ltd.

Record Date/Meeting Date - May 3/00 - June 16/00 dated Apr. 12, 2000
Record Date/Meeting Date - May 3 / June 16 dated Apr. 12, 2000

Cash Resources Ltd.

News Release - Takeover Bid ** dated Apr. 17, 2000

Causeway Energy Corporation

Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Mar. 31, 2000
Material Change Report - Other (Form 27) dated Apr. 11, 2000
Amended Record Date/Meeting Date - April 4 / May 9 dated Apr. 13, 2000

Caussa Capital Corporation

Revised Record Date/Meeting Date - April 20 / June 1 dated Apr. 11, 2000

Cavell Energy Corporation

Record Date/Meeting Date - April 28 / June 7 dated Apr. 11, 2000
News Release - Development - Land/Project/Product ** dated Apr. 12, 2000

CBOC Continental Inc.

Certificate of Mailing ** dated Apr. 11, 2000

CC&L; Bond Fund

Private Placement (Form 45-501F1) dated Mar. 22, 2000

CC&L; Global Growth Fund

Private Placement (Form 45-501F1) dated Mar. 16, 2000

CC&L; Money Market Fund

Private Placement (Form 45-501F1) dated Mar. 22, 2000

CDK Services Ltd.

News Release - Share/Stock/Debenture Information ** dated Apr. 13, 2000

Cedara Software Corp.

Resale of Exempted Security Report (Form 45-501F2) dated Mar. 1, 2000
Resale of Exempted Security Report (Form 45-501F2) dated Mar. 1, 2000

Ceduna Capital Corp.

Interim Financial Statements for 06 mn period ended Feb. 29, 2000
Record Date/Meeting Date - April 25/00 - June 12/00 dated Apr. 14, 2000
Record Date/Meeting Date - April 25/00 - June 12/00 dated Apr. 13, 2000

Celestar Exploration Ltd.

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 7, 2000
Management Discussion and Analysis dated Dec. 31, 1999

Cell-Loc Inc.

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

Cenco Technologies Corp.

News Release - Contract ** dated Apr. 17, 2000

Centrefund Realty Corporation

Report of Acquisition (Reg. S-101) dated Apr. 10, 2000
Early Warning Report dated Apr. 10, 2000
News Release - Share/Stock/Debenture Information ** dated Apr. 10, 2000

Centrinity Inc.

New Ticker Symbol ** dated Apr. 13, 2000
News Release - Progress Report ** dated Apr. 13, 2000

Centurion Energy International Inc.

Record Date/Meeting Date - May 12/00 - June 29/00 dated Apr. 14, 2000
News Release - Share/Stock/Debenture Information ** dated Apr. 13, 2000
News Release - Share/Stock/Debenture Information ** dated Apr. 10, 2000

Century Financial Capital Group Inc.

Interim Financial Statements for 06 mn period ended Feb. 29, 2000

Certicom Corp.

French Information Circular/Proxy/Notice of Meeting - Other dated Mar. 23, 2000
Waiver Letter - PEI dated Apr. 10, 2000
Short Form Prospectus dated Apr. 10, 2000
News Release - Finances/New Financing ** dated Apr. 14, 2000
French Prospectus/AIF Receipt - Quebec dated Apr. 10, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 10, 2000
Prospectus/AIF Receipt - NS dated Apr. 10, 2000
Prospectus/AIF Receipt - Newf. dated Apr. 10, 2000
Prospectus/AIF Receipt - NWT dated Apr. 10, 2000
Prospectus/AIF Receipt - NB dated Apr. 10, 2000
Prospectus/AIF Receipt - PEI dated Apr. 12, 2000
News Release - Progress Report ** dated Apr. 17, 2000

Cervus Corporation

News Release - Letter of Intent ** dated Apr. 17, 2000
News Release - Letter of Intent ** dated Apr. 17, 2000

CFM Majestic Inc.

Report of Acquisition (Reg. S-101) dated Apr. 10, 2000
News Release - Share/Stock/Debenture Information ** dated Mar. 28, 2000

CGI Group Inc.

News Release - Agreement ** dated Apr. 13, 2000

Chai-Na-Ta Corp.

Adjourned Meeting ** dated Apr. 12, 2000

Challenger Minerals Ltd.

Interim Financial Statements for 06 mn period ended Feb. 29, 2000

Champion Communication Services, Inc.

Audited Annual Financial Statement Dec. 31, 1999

Champion Gold Resources Inc.

Notice of Intent to Sell Securities (Form 23) dated Mar. 31, 2000
Notice of Intent to Sell Securities (Form 23) dated Apr. 7, 2000

Champion Resources Inc.

Amended Record Date/Meeting Date - May 16 / June 26 dated Apr. 12, 2000
Record Date/Meeting Date - 05/16/2000 - 06/26/2000 dated Apr. 12, 2000

Channel Resources Ltd.

Notice of Intent to Sell Securities (Form 23) dated Apr. 5, 2000

Chapleau Resources Ltd.

Interim Financial Statements for 03 mn period ended Feb. 15, 2000
Form 61 Schedule C dated Jan. 31, 2000

Charityville.com International Inc.

News Release - Share/Stock/Debenture Information ** dated Apr. 7, 2000
News Release - Stock Option Notice ** dated Apr. 7, 2000

Chartwell Technology Inc.

Private Placement (Form 45-501F1) dated Mar. 20, 2000

Chateau Stores of Canada Ltd.

French News Release - Financial Statement/Operating Results ** dated Apr. 7, 2000
News Release - Financial Statement/Operating Results ** dated Apr. 7, 2000

Chembond Limited

News Release - Progress Report ** dated Apr. 11, 2000

Chieftain International Inc

Information Circular dated Mar. 15, 2000
Prospectus/AIF Receipt - Nunavut dated Apr. 7, 2000
Prospectus/AIF Receipt - Newf. dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 12, 2000
Prospectus/AIF Receipt - NS dated Apr. 13, 2000
Prospectus/AIF Receipt - Manitoba dated Apr. 13, 2000
Prospectus/AIF Receipt - Sask. dated Apr. 14, 2000

China Clipper Gold Mines Ltd.

Certificate of Mailing ** dated Apr. 10, 2000
Certificate of Mailing ** dated Apr. 10, 2000
Certificate of Mailing ** dated Apr. 10, 2000
News Release - New Listing/Delisting ** dated Apr. 12, 2000

The Churchill Corporation

Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999
Management Discussion and Analysis dated Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 12, 2000

CIBC Employee Private Equity Fund

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

CIC Eurosecurities, Inc.

Ruling/Order/Reasons 191/00 dated Apr. 7, 2000

CIC Mineral Interests Corporation

Simplified Prospectus and AIF dated Jan. 25, 1999

Circa Enterprises Inc.

News Release - Progress Report ** dated Apr. 6, 2000

Circle Energy Inc.

Record Date/Meeting Date - May 4/00 - June 22/00 dated Apr. 11, 2000

Claddagh Gold Limited

Interim Financial Statements for 09 mn period ended Mar. 31, 2000
Record Date/Meeting Date - May 5/00 - June 12/00 dated Apr. 12, 2000

Claude Resources Inc.

Early Warning Report dated Apr. 10, 2000
Record Date/Meeting Date - April 14 / May 25 dated Apr. 13, 2000

Clearly Canadian Beverage Corporation

Material Change Report - Other (Form 27) dated Apr. 13, 2000
News Release - Progress Report ** dated Apr. 12, 2000

Clearnet Communications Inc.

Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
Management Discussion and Analysis dated Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 3, 2000

Clearview Mineral Resources Corp.

Audited Annual Financial Statement Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 3, 2000
 Revised Record Date/Meeting Date - April 3 / May 16 dated Apr. 14, 2000

ClientLogic Corporation

Application 386/00 dated Apr. 11, 2000
 Application Pursuant to Section 147 of the Securities Act 398/00 dated Apr. 13, 2000

CMP 2000 Resource Limited Partnership

Application Under the Mutual Reliance Review System 384/00 dated Apr. 7, 2000

Co-operators General Insurance Company

French News Release - Development-Land/Project/Product ** dated Apr. 12, 2000
 News Release - Progress Report ** dated Apr. 12, 2000

Cogeco Cable Inc.

News Release - Financial Statement/Operating Results ** dated Apr. 17, 2000
 French News Release - Financial Statement/Operating Results ** dated Apr. 17, 2000

Cogeco Inc.

Report of Acquisition (Reg. S-101) dated Apr. 11, 2000

Cognicase Inc.

Application 401/00 dated Apr. 13, 2000
 News Release - Change of Directors/Officers** dated Apr. 11, 2000

Cognos Incorporated

Material Change Report - Other (Form 27) dated Apr. 14, 2000
 Revised Record Date/Meeting Date - May 5 / June 21 dated Apr. 14, 2000

Com Dev International Ltd.

News Release - Contract ** dated Apr. 14, 2000

Cominco Ltd.

Takeover Bid Circular - Other - Cash dated Apr. 14, 2000

Commonwealth Energy Corp.

News Release - Development-Land/Project/Product ** dated Apr. 17, 2000

Communication Systems International Inc.

Amended Record Date/Meeting Date - May 10 / June 15 dated Apr. 14, 2000

Complex Minerals Corp.

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

Compusoft Canada Inc.

News Release - Progress Report ** dated Apr. 13, 2000

Comstate Resources Ltd.

Early Warning Report dated Apr. 10, 2000

Con-Space Communications Ltd.

News Release - Progress Report ** dated Apr. 17, 2000

Concept Industries Inc.

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

Condor Gold Fields Inc.

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

Connor, Clark & Company Ltd.

Early Warning Report dated Apr. 5, 2000

Conquest Resources Limited

Record Date/Meeting Date - 05/16/2000 - 06/20/2000 dated Apr. 12, 2000

Conquistador Mines Ltd.

Record Date/Meeting Date - 05/10/2000 - 06/22/2000 dated Apr. 17, 2000

Record Date/Meeting Date - May 10/99 - June 22/00 dated Apr. 14, 2000

Consolidated Bradbury International Equities Ltd.

News Release - Development-Land/Project/Product ** dated Apr. 14, 2000

Consolidated Canadian Express Limited

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

Consolidated Earth Stewards Inc.

News Release - Progress Report ** dated Apr. 17, 2000

Consolidated Enfield Corporation

News Release - Financial Statement/Operating Results ** dated Apr. 11, 2000

Consolidated Envirowaste Industries Inc.

News Release - Share/Stock/Debtenture Information ** dated Apr. 17, 2000

Consolidated General Diamond Corp.

Interim Financial Statements for 09 mn period ended Feb. 29, 2000

Certificate of Mailing ** dated Apr. 17, 2000

Consolidated Golden Unicorn Mining Corporation

Audited Annual Financial Statement Dec. 31, 1999

Consolidated Kaitone Holdings Ltd.

Revised Record Date/Meeting Date - May 17 / June 28 dated Apr. 10, 2000

Consolidated Mercantile Incorporated

Record Date/Meeting Date - May 12/00 - June 21/00 dated Apr. 13, 2000

Consolidated Norsemont Ventures Ltd.

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

Consolidated Silver Tusk Mines Ltd.

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

Consolidated Texas Northern Minerals Limited

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

Constellation Oil & Gas

Record Date/Meeting Date - 05/08/2000 - 06/14/2000 dated Apr. 12, 2000

News Release - Share/Stock/Debtenture Information ** dated Apr. 17, 2000

Continental Energy Corporation

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

News Release - Change of Directors/Officers** dated Apr. 13, 2000

Continental Home Healthcare Ltd.

Record Date/Meeting Date - 05/11/2000 - 06/23/2000 dated Apr. 12, 2000

Continental Precious Minerals Inc.

Interim Financial Statements for 09 mn period ended Feb. 29, 2000

Copperquest Inc.

Ruling/Order/Reasons 367/00 dated Apr. 11, 2000

Cora Resources Ltd.

News Release - Stock Option Notice ** dated Apr. 17, 2000

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

Coreco Inc.

News Release - Financial Statement/Operating Results ** dated Mar. 2, 2000

Corel Corporation

News Release - Change of Directors/Officers** dated Apr. 17, 2000

Corner Bay Minerals Inc.

News Release - Development-Land/Project/Product ** dated Apr. 12, 2000

Cornerstone Capital Resources Inc.

News Release - Development-Land/Project/Product ** dated Apr. 14, 2000

Revised Record Date/Meeting Date - April 10 / May 29 dated Apr. 14, 2000

Coromandel Resources Ltd.

Record Date/Meeting Date -05/10/2000 - 06/23/2000 dated Apr. 17, 2000

Corriente Resources Inc.

Private Placement (Form 45-501F1) dated Mar. 31, 2000

Corus Entertainment Inc.

News Release - Acquisition ** dated Apr. 13, 2000

Counsel Group of Funds Inc.

Application Under Subsection 62(5) of the Securities Act 395/00 dated Apr. 12, 2000

Counsel International Managed RRSP Fund

Application Under Section 62(5) of the Securities Act 395/00 dated Apr. 12, 2000

Counsel Managed Fund

Application Under Subsection 62(5) of the Securities Act 395/00 dated Apr. 12, 2000

Courvan Mining Company Limited

Change of Auditors (Policy 31) dated Apr. 1, 2000

CPI Plastics Group Limited

Notice of Intent to Sell Securities (Form 23) dated Mar. 27, 2000

Creative Entertainment Technologies, Inc.

Material Change Report - Other (Form 27) dated Apr. 17, 2000

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

News Release - Stock Option Notice ** dated Apr. 17, 2000

Certificate of Mailing ** dated Apr. 14, 2000

Creo Products Inc.

Report of Acquisition (Reg. S-101) dated Apr. 6, 2000

Crestar Energy Inc.

Prospectus/AIF Receipt - Saskatchewan dated Apr. 17, 2000

Prospectus/AIF Receipt - Newf. dated Apr. 13, 2000

Prospectus/AIF Receipt - Manitoba dated Apr. 13, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 12, 2000

Prospectus/AIF Receipt - NS dated Apr. 13, 2000

Crew Development Corporation

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

CrossKeys Systems Corporation

Form 10Q for 09 mn period ended Feb. 27, 2000

Crowflight Minerals Inc.

News Release - Stock Option Notice ** dated Apr. 13, 2000

Crown Butte Resources Ltd.

News Release - New Listing/Delisting ** dated Apr. 5, 2000

Crown Life Insurance Company

Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999

Annual Information Form (Policy 5.10) dated Mar. 15, 2000

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 15, 2000

Management Discussion and Analysis dated Dec. 31, 1999

CRS Robotics Corporation

Record Date/Meeting Date - May 2/00 - June 6/00
dated Apr. 14, 2000

Cryptologic Inc.

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

News Release - Stock Option Notice ** dated Mar.
30, 2000

CSA Management Inc.

Early Warning Report dated Apr. 10, 2000

CT Private Funds

Compliance Report dated Mar. 28, 2000

CTV Inc.

News Release - Financial Statement/Operating
Results ** dated Apr. 6, 2000

News Release - Share/Stock/Debtenture
Information ** dated Apr. 6, 2000

Cundill RSP Value Fund

Amended Simplified Prospectus and AIF dated
Mar. 29, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 12,
2000

Cusac Gold Mines Ltd.

News Release - Share/Stock/Debtenture
Information ** dated Apr. 4, 2000

CV Technologies Inc.

News Release - Development -
Land/Project/Product ** dated Apr. 14, 2000

Cymat Corp

Notice of Intent to Sell Securities (Form 23) dated
Mar 30, 2000

Notice of Intent to Sell Securities (Form 23) dated
Mar. 30, 2000

Cypress Development Corp.

Audited Annual Financial Statement Dec. 31,
1999

Information Circular/Proxy/Notice of Meeting -
Other dated Apr. 12, 2000

Material Change Report - Other (Form 27) dated
Apr 6, 2000

News Release - Progress Report ** dated Apr. 6,
2000

Certificate of Mailing ** dated Apr. 17, 2000

Certificate of Mailing ** dated Apr. 17, 2000

D.E. Shaw Valence International Fund 1

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

D.E. Shaw Valence International Fund 2

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

Daedalian Systems Group Inc.

Private Placement (Form 45-501F1) dated Mar.
30, 2000

Dalton Resources Ltd.

Audited Annual Financial Statement Dec. 31,
1999

Danoil Energy Ltd.

News Release - Financial Statement/Operating
Results ** dated Apr. 3, 2000

Daren Industries Ltd

News Release - Advance Notice of AGM ** dated
Apr. 17, 2000

Darnley Bay Resources Limited

News Release - Progress Report ** dated Apr. 13,
2000

News Release - Finances/New Financing ** dated
Apr. 12, 2000

News Release - Finances/New Financing ** dated
Apr. 12, 2000

Datamark Systems Group Inc.

News Release - Financial Statement/Operating
Results ** dated Apr. 12, 2000

Daugherty Resources, Inc.

News Release - Advance Notice of AGM ** dated
Apr. 17, 2000

Dayton Acquisitions Inc.

Ruling/Order/Reasons 282/00 File has been
withdrawn by the applicant dated Apr. 14, 2000

Dayton Mining Corporation

Ruling/Order/Reasons 282/00 File has been
withdrawn by the applicant dated Apr. 14, 2000

DC DiagnostiCare Inc.

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

Dejour Mines Limited

Record Date/Meeting Date - 05/15/2000 -
05/18/2000 dated Apr. 13, 2000

Delicious Alternative Desserts Ltd.

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

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

Delpet Resources Ltd.

Audited Annual Financial Statement Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting -
Other dated Apr. 12, 2000

Demand Ventures Ltd.

News Release - Change of Directors/Officers**
dated Apr. 13, 2000

Denbury Resources Inc.

Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999

Management Discussion and Analysis dated Dec.
31, 1999

Denninghouse Inc.

News Release - Financial Statement/Operating
Results ** dated Apr. 17, 2000

Dentonia Resources Ltd.

News Release - Finances/New Financing ** dated
Apr. 13, 2000

The Descartes Systems Group Inc.

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

News Release - Progress Report ** dated Apr. 17,
2000

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

News Release - Progress Report ** dated Apr. 17,
2000

News Release - Change of Directors/Officers**
dated Apr. 12, 2000

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

News Release - Progress Report ** dated Apr. 13,
2000

Desjardins-Laurentian Financial**Corporation**

Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999

Management Discussion and Analysis dated Dec.
31, 1999

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

Early Warning Report dated Apr. 10, 2000

French News Release - Share/Stock/Debtenture
Information ** dated Apr. 17, 2000

Destination Resorts Inc.

Report of Acquisition (Reg. S-101) dated Apr. 11,
2000

DESTINY RESOURCE SERVICES CORP.

News Release - Rights Offering/Issue ** dated
Apr. 13, 2000

DETEC RESOURCES LTD.

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

Detector Exploration Ltd.

Record Date/Meeting Date - May 5/00 - June
12/00 dated Apr. 12, 2000

Devlan Exploration Company Ltd.

Audited Annual Financial Statement Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting -

Other dated Mar. 28, 2000

Certificate of Mailing ** dated Apr. 10, 2000

Certificate of Mailing ** dated Apr. 10, 2000

Devtek Corporation

News Release - Sales of Assets ** dated Apr. 13,
2000

Dexton Technologies Corporation

February, March, April 2000 News Releases **
dated Apr. 13, 2000

Dia Bras Exploration Inc.

News Release - Development -
Land/Project/Product ** dated Apr. 13, 2000

Dia Met Minerals Ltd.

Early Warning Report dated Apr. 10, 2000

Diamondex Resources Ltd.

Audited Annual Financial Statement Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting -

Other dated Apr. 12, 2000

DiamondWorks Ltd.

Record Date/Meeting Date - 04/10/2000 -
05/31/2000 dated Mar. 13, 2000

DIGITAL CYBERNET CORPORATION

Material Change Report - Resignation of Director
(s) dated Apr. 7, 2000

Notice of Intent to Sell Securities (Form 23) dated
Apr. 3, 2000

Notice of Intent to Sell Securities (Form 23) dated
Apr. 3, 2000

News Release - Change of Directors/Officers**
dated Apr. 7, 2000

Digital Gem Corporation

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

Digital Island, Inc.

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

Digital Processing Systems Inc.

News Release - Development -
Land/Project/Product ** dated Apr. 10, 2000

News Release - Development -
Land/Project/Product ** dated Apr. 10, 2000

News Release - Development -
Land/Project/Product ** dated Apr. 10, 2000

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

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

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

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

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

Dimethaid Research Inc.

French News Release - Progress Report ** dated
Apr. 17, 2000

News Release - Progress Report ** dated Apr. 17,
2000

Dion Entertainment Corp.

Record Date/Meeting Date - May 11/00 - June
20/00 dated Apr. 13, 2000

Direct Energy

Amended Record Date/Meeting Date - May 5 /
June 9 dated Apr. 13, 2000

Amended Record Date/Meeting Date - April 19 /
June 9 dated Mar. 7, 2000

Discoverware Inc.

Record Date/Meeting Date - May 17/00 - June 26/00 dated Apr. 13, 2000

Diversified Utility Trust

News Release - Progress Report ** dated Apr. 13, 2000

Diversinet Corp.

News Release - Change of Directors/Officers** dated Apr. 14, 2000

Dofasco Inc.

Audited Annual Financial Statement Dec. 31, 1999

Annual Report Dec. 31, 1999

Management Discussion and Analysis dated Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Mar. 31, 2000

Certificate of Mailing ** dated Apr. 11, 2000

Doman Industries Limited

Record Date/Meeting Date - 05/10/2000 - 06/28/2000 dated Apr. 11, 2000

News Release - Advance Notice of AGM ** dated Apr. 14, 2000

Dominion Equity Resource Fund Inc.

Audited Annual Financial Statement Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 12, 2000

Dorchester Energy Inc.

Record Date/Meeting Date - May 9/00 - June 19/00 dated Apr. 14, 2000

Doreal Energy Corporation

News Release - Development-Land/Project/Product ** dated Apr. 10, 2000

Dorel Industries Inc.

Record Date/Meeting Date - 04/19/2000 - 05/25/2000 dated Apr. 12, 2000

Dotcom 2000 Inc.

Audited Annual Financial Statement Dec. 31, 1999

Amended Record Date/Meeting Date - April 5/ May 18 dated Apr. 13, 2000

News Release - Stock Option Notice ** dated Apr. 7, 2000

Doublestar Resources Ltd.

Audited Annual Financial Statement Dec. 31, 1999

Draxis Health Inc.

Record Date/Meeting Date - May 15/00 - June 29/00 dated Apr. 17, 2000

DSI DatoTech Systems Inc.

Corrected Prospectus/AIF Receipt - Alberta dated Apr 7, 2000

DTI DENTAL TECHNOLOGIES INC.

Maternal Change Report - Other (Form 27) dated Apr 11, 2000

News Release - Change of Directors/Officers** dated Apr. 14, 2000

DTM Information Technology Group Inc.

Certificate of Mailing ** dated Apr. 12, 2000

Dundee Bancorp Inc.

Issuer Bid Circular dated Apr. 7, 2000

Issuer Bid Circular dated Apr. 7, 2000

Dundee Precious Metals Inc.

News Release - Financial Statement/Operating Results ** dated Apr. 13, 2000

Record Date/Meeting Date - May 1/00 - June 13/00 dated Apr. 12, 2000

Dundee Wealth Management Inc.

Revised Record Date/Meeting Date - April 20 / June 7 dated Apr. 14, 2000

Dura Products International Inc.

News Release - Finances/New Financing ** dated Apr. 12, 2000

News Release - Agreement ** dated Apr. 13, 2000

DXStorm Inc.

Resale of Exempted Security Report (Form 45-501F2) dated Apr. 4, 2000

Resale of Exempted Security Report (Form 45-501F2) dated Apr. 4, 2000

DynaMotive Technologies Corporation

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

News Release - Advance Notice of AGM ** dated Apr. 17, 2000

Dynastar Inc.

Audited Annual Financial Statement July 31, 1999
Interim Financial Statements for 06 mn period ended Jan. 31, 2000

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

Certificate of Mailing ** dated Apr. 17, 2000

e-Manufacturing Networks Inc.

News Release - Acquisition ** dated Apr. 13, 2000

News Release - Change of Directors/Officers** dated Apr. 12, 2000

e-Phoria Online Systems Inc.

Audited Annual Financial Statement Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999

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

E.Dispatch.Com Wireless Data Inc.

French Prospectus/AIF Receipt - Quebec dated Apr. 10, 2000

Record Date/Meeting Date - May 8/00 - June 14/00 dated Apr. 14, 2000

The E21 Group Inc.

News Release - Acquisition ** dated Apr. 17, 2000

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

News Release - Stock Option Notice ** dated Apr. 13, 2000

Eagle Plains Resources Ltd.

Record Date/Meeting Date - April 10/00 - May 30/00 dated Mar. 20, 2000

Eagle Precision Technologies Inc.

Certificate of Mailing ** dated Apr. 11, 2000

Eaglecrest Explorations Ltd.

News Release - Stock Option Notice ** dated Apr 14, 2000

Earth (Canada) Corporation

News Release - Progress Report ** dated Apr. 13, 2000

Earthquake Venture Capital Corporation

Record Date/Meeting Date - 04/26/2000 - 05/31/2000 dated Apr. 12, 2000

Amended Record Date/Meeting Date - April 26 / May 31 dated Apr. 13, 2000

Earthworks Productions Inc.

Private Placement (Form 45-501F1) dated Mar. 4, 2000

Private Placement (Form 45-501F1) dated Mar. 30, 2000

East West Resource Corporation

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

Private Placement (Form 45-501F1) dated Mar. 29, 2000

Private Placement (Form 45-501F1) dated Mar. 29, 2000

News Release - Joint Venture ** dated Apr. 12, 2000

EcomPark Inc.

Private Placement (Form 45-501F1) dated Mar. 15, 2000

Ecstall Mining Corporation

Audited Annual Financial Statement Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 10, 2000

Ecuadorian Minerals Corporation

News Release - Assay Results ** dated Apr. 13, 2000

Edge Energy Inc.

Management Discussion and Analysis dated Dec. 31, 1999

EdperBrascan Corporation

Report of Acquisition (Reg. S-101) dated Apr. 10, 2000

EI Environmental Engineering Concepts Ltd.

Record Date/Meeting Date - 05/12/2000 - 06/20/2000 dated Apr. 17, 2000

Eiger Technology, Inc.

News Release - Share/Stock/Debtenture Information ** dated Apr. 12, 2000

News Release - Share/Stock/Debtenture Information ** dated Apr. 12, 2000

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

News Release - Share/Stock/Debtenture Information ** dated Apr. 6, 2000

News Release - Share/Stock/Debtenture Information ** dated Apr. 4, 2000

Electrohome Broadcasting Inc.

Report of Acquisition (Reg. S-101) dated Apr. 5, 2000

News Release - Stock Option Notice ** dated Apr. 4, 2000

Electrohome Limited

News Release - Stock Option Notice ** dated Apr. 4, 2000

Electronics Manufacturing Group Inc.

News Release - Financial Statement/Operating Results ** dated Apr. 13, 2000

Elkhorn Gold Mining Corporation

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

Ella Resources Inc.

Amended Record Date/Meeting Date - April 14 / May 31 dated Mar. 20, 2000

Emco Limited

Rapport des verificateurs et etats financiers Dec 31, 1999

Rapport annuel Dec. 31, 1999

French Management Discussion and Analysis dated Dec. 31, 1999

Emerald Canadian Balanced Fund

Ruling/Order/Reasons 347/99 dated Apr. 10, 2000

Emerging Africa Gold (EAG) Inc.

French Prospectus/AIF Receipt - Quebec dated Apr. 14, 2000

Emergo Software Corporation

News Release - Consolidation/Name Change ** dated Apr. 14, 2000

Emgold Mining Corporation

Prospectus/AIF Receipt - BC dated Apr. 13, 2000

EMJ Data Systems Ltd.

News Release - Progress Report ** dated Apr. 13, 2000

News Release - Progress Report ** dated Apr. 13, 2000

Enbridge Inc.

French Prospectus/AIF Receipt - Quebec dated Apr. 11, 2000

Encal Energy Ltd.

Renewal Annual Information Form (NP 47) dated Mar. 9, 2000

Endeavour Resources Inc.

Record Date/Meeting Date - May 11/00 - June 15/00 dated Apr. 14, 2000

Energy North Inc.

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

Enghouse Systems Limited

Private Placement (Form 45-501F1) dated Apr. 4, 2000

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

News Release - Change of Directors/Officers** dated Apr. 10, 2000

News Release - Agreement ** dated Apr. 13, 2000

News Release - Change of Directors/Officers** dated Apr. 13, 2000

Enhanced Energy Services Ltd.

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

Record Date/Meeting Date - 05/18/2000 - 06/22/2000 dated Apr. 17, 2000

News Release - Acquisition ** dated Mar. 31, 2000

ENI S.p.A.

Form 6-K dated Mar. 28, 2000

Ensign Resource Service Group Inc.

Early Warning Report dated Apr. 10, 2000

News Release - Acquisition ** dated Apr. 17, 2000

Entrust Technologies

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

Envoy Communications Group Inc.

Prospectus/AIF Receipt - Ontario dated Apr. 7, 2000

Epic Data International Inc.

Material Change Report - Other (Form 27) dated Apr. 12, 2000

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

Equatorial Energy Inc.

Audited Annual Financial Statement Dec. 31, 1999

Annual Report Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Mar. 27, 2000

Management Discussion and Analysis dated Dec. 31, 1999

Revised Record Date/Meeting Date - April 6 / May 18 dated Apr. 11, 2000

Esker Resources Ltd.

Record Date/Meeting Date - April 13/00 - June 15/00 dated Apr. 13, 2000

News Release - Financial Statement/Operating Results ** dated Apr. 17, 2000

Estec Systems Corp.

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

Etruscan Resources Incorporated

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

European Technologies International Inc.

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

News Release - Progress Report ** dated Apr. 13, 2000

EuroZinc Mining Corporation

News Release - Development~Land/Project/Product ** dated Apr. 13, 2000

Excellon Resources Inc.

Certificate of Mailing ** dated Mar. 27, 2000

Extendicare Inc.

News Release - Dividend Announced ** dated Apr. 17, 2000

ExtendMedia Inc.

Record Date/Meeting Date - 05/03/2000 - 06/07/2000 dated Apr. 11, 2000

Ezenet Corp.

Private Placement (Form 45-501F1) dated Mar. 31, 2000

Falcon Ventures International Corp.

Certificate of Mailing ** dated Apr. 11, 2000

Falconbridge Limited

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

Fallingbrook Growth Fund -A-

Audited Annual Financial Statement Dec. 31, 1999

Fallingbrook Growth Fund -B-

Audited Annual Financial Statement Dec. 31, 1999

The Fallingbrook Growth Fund

Audited Annual Financial Statement Dec. 31, 1999

Private Placement (Form 45-501F1) dated Mar. 10, 2000

FAS International Limited

News Release - Stock Option Notice ** dated Mar. 31, 2000

FDX Corporation

Form 10Q for 09 mn period ended Feb. 29, 2000

Federal Express Corporation

Form 10Q for 09 mn period ended Feb. 29, 2000

Ferau Resources Inc.

Record Date/Meeting Date - May 25/00 - June 30/00 dated Apr. 14, 2000

Fifty-Plus.Net International Inc.

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

Finning International Inc.

News Release - Financial Statement/Operating Results ** dated Mar. 31, 2000

FINOVA (Canada) Finance Inc.

French Form 10-K/A Dec. 31, 1998

French Initial Annual Information Form (NP 47) dated Feb. 29, 2000

Fintech Services Ltd.

Information Circular/Proxy/Notice of Meeting - Other dated Mar. 17, 2000

Certificate of Mailing ** dated Apr. 6, 2000

First Canadian Mutual Funds

Waiver Letter dated Apr. 13, 2000

Simplified Prospectus and AIF dated Apr. 13, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

Prospectus/AIF Receipt - NS dated Apr. 14, 2000

Prospectus/AIF Receipt - New Brunswick dated Apr. 14, 2000

Prospectus/AIF Receipt - Prince Edward Island dated Apr. 14, 2000

Prospectus/AIF Receipt - Northwest Territories dated Apr. 14, 2000

Prospectus/AIF Receipt - Newfoundland and Labrador dated Apr. 14, 2000

First Host Hotel Corp.

Material Change Report - Other (Form 27) dated Apr. 12, 2000

First Industrial Capital Corporation

Information Circular/Proxy/Notice of Meeting - Other dated Mar. 24, 2000

First International Metals Corp.

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

News Release - Consolidation/Name Change ** dated Apr. 14, 2000

First Point Minerals Corp.

Certificate of Mailing ** dated Apr. 4, 2000

Certificate of Mailing ** dated Apr. 4, 2000

Certificate of Mailing ** dated Apr. 4, 2000

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

First Star Energy Ltd.

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

First Tower Enterprise Inc.

News Release - Letter of Intent ** dated Apr. 13, 2000

FIRSTSMART SENSOR CORP.

Notice of Intent to Sell Securities (Form 23) dated Apr. 5, 2000

Fletcher Challenge Canada Limited

Material Change Report - Other (Form 27) dated Apr. 2, 2000

FM Resources Corp.

Record Date/Meeting Date - May 15/00 - June 21/00 dated Apr. 17, 2000

Ford Credit Canada Limited

French Prospectus/Pricing-Supplement No.1 dated Jan. 24, 2000

French Prospectus/AIF Receipt - Quebec dated Apr. 11, 2000

Fort Knox Gold Resources Inc.

Private Placement (Form 45-501F1) dated Mar. 16, 2000

News Release - Assay Results ** dated Apr. 11, 2000

News Release - Development~Land/Project/Product ** dated Apr. 10, 2000

Fortress Financial Corporation

Material Change Report - Other (Form 27) dated Apr. 4, 2000

Material Change Report - Other (Form 27) dated Apr. 4, 2000

News Release - Material Change ** dated Mar. 29, 2000

Forum Ventures Ltd.

Audited Annual Financial Statement Nov. 30, 1999

Foundation Resources Ltd.

Audited Annual Financial Statement Nov. 30, 1999

FPI Limited

Early Warning Report dated Apr. 10, 2000

Frontier Pacific Mining Corporation

News Release - Finances/New Financing ** dated Apr. 6, 2000

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

News Release - Change of Directors/Officers** dated Apr. 14, 2000

FT Capital Ltd.

Record Date/Meeting Date - 05/15/2000 - 06/29/2000 dated Apr. 17, 2000

FTM INVESTMENT CORPORATION

Prospectus Material dated Apr. 6, 2000

Prospectus (LSIFC) dated Apr. 11, 2000

IPO - Initial Public Offering dated Apr. 11, 2000

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

Fun Key Studios Inc.

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

Funschool.com Corporation

Private Placement (Form 20) dated Mar. 15, 2000

FutureLink Corp.

News Release - Progress Report ** dated Apr. 17, 2000

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

Gabriel Resources Inc.

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 17, 2000

Gala-Bari International Inc.

Addition to IFS dated Apr. 11, 2000
 News Release - Advance Notice of AGM **
 05/17/2000 - 07/05/2000 dated Apr. 17, 2000

Galaxy OnLine, Inc.

News Release - Stock Option Notice ** dated Apr.
 3, 2000

Gauntlet Energy Corporation

News Release - Financial Statement/Operating
 Results ** dated Apr. 13, 2000

The GBC Canadian Bond Fund

Simplified Prospectus and AIF dated Apr. 7, 2000

The GBC Canadian Growth Fund

Simplified Prospectus and AIF dated Apr. 7, 2000

The GBC International Growth Fund

Simplified Prospectus and AIF dated Apr. 7, 2000

The GBC Money Market Fund

Simplified Prospectus and AIF dated Apr. 7, 2000

GBC MUTUAL FUNDS

Prospectus Material dated Apr. 7, 2000
 Simplified Prospectus and AIF dated Apr. 7, 2000
 Prospectus/AIF Receipt - Newf. dated Apr. 10,
 2000

Prospectus/AIF Receipt - NB dated Apr. 10, 2000

Prospectus/AIF Receipt - PEI dated Apr. 10, 2000

Prospectus/AIF Receipt - NS dated Apr. 10, 2000

French Prospectus/AIF Receipt - Quebec dated
 Apr 10, 2000

French Prospectus/AIF Receipt - Quebec dated
 Apr. 10, 2000

The GBC North American Growth Fund Inc.

Simplified Prospectus and AIF dated Apr. 7, 2000

GDI Global Data Inc.

Preliminary Prospectus dated Apr. 14, 2000
 Prospectus/AIF Receipt - Ontario dated Apr. 17,
 2000

Geac Computer Corporation Limited

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

News Release - Agreement ** dated Apr. 12, 2000

Gee-Ten Ventures Inc.

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

Gemini Energy Corp.

Form 61 Schedule B&C; dated Jan. 31, 2000
 Attachment to IFS dated Jan. 31, 2000

General Fasteners Inc.

Certificate of Mailing ** dated Apr. 6, 2000

Certificate of Mailing ** dated Apr. 6, 2000

**General Motors Acceptance Corporation of
Canada, Limited**

Renewal Annual Information Form (NP 47) dated
 Mar. 29, 2000

Renewal Annual Information Form (NP 47) dated
 Mar. 30, 2000

Genesis Land Development Corp.

Record Date/Meeting Date - May 11/00 - June
 13/00 dated Apr. 14, 2000

Record Date/Meeting Date - May 11/00 - June
 13/00 dated Apr. 14, 2000

Genetronics Biomedical Ltd.

News Release - Technology Update ** dated Apr.
 13, 2000

GeneVest Inc.

News Release - Stock Option Notice ** dated Apr.
 5, 2000

Gensel Biotechnologies Ltd.

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

Generra Capital Incorporated

Record Date/Meeting Date - May 12/00 - June
 21/00 dated Apr. 13, 2000

Gentry Resources Ltd.

Record Date/Meeting Date - May 10/00 - June
 16/00 dated Apr. 17, 2000

Geomaque Explorations Ltd.

Report of Acquisition (Reg. S-101) dated Apr. 10,
 2000

Early Warning Report dated Apr. 10, 2000

George Weston Limited

News Release - Agreement ** dated Apr. 17, 2000

Geostar Metals Inc.

News Release - Share/Stock/Debenture
 Information ** dated Apr. 12, 2000

Geraldton Longiac Gold Inc.

Record Date/Meeting Date - May 25/00 - June
 30/00 dated Apr. 14, 2000

Gerle Gold Ltd.

News Release - Stock Option Notice ** dated Apr.
 17, 2000

Gesco Industries Inc.

Form 44 - Going Private Transaction dated Apr. 6,
 2000

Gibraltar Springs Capital Corporation

Audited Annual Financial Statement Nov. 30,
 1999

Information Circular/Proxy/Notice of Meeting -
 Other dated Apr. 16, 2000

Gigamedia Limited

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

Glamis Gold Ltd.

Form 10-K Dec. 31, 1999
 Initial Annual Information Form (NP 47) dated Mar.
 24, 2000

Prospectus/AIF Receipt - Saskatchewan dated
 Apr. 17, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 12,
 2000

Prospectus/AIF Receipt - PEI dated Apr. 13, 2000

Prospectus/AIF Receipt - Manitoba dated Apr. 13,
 2000

Prospectus/AIF Receipt - Newf. dated Apr. 13,
 2000

Prospectus/AIF Receipt - NS dated Apr. 13, 2000

Glaxo Wellcome plc

News Release - Share/Stock/Debenture
 Information ** dated Apr. 3, 2000

News Release - Share/Stock/Debenture
 Information ** dated Mar. 29, 2000

News Release - Share/Stock/Debenture
 Information ** dated Mar. 30, 2000

News Release - Share/Stock/Debenture
 Information ** dated Mar. 31, 2000

News Release - Share/Stock/Debenture
 Information ** dated Apr. 5, 2000

Glencairn Explorations Ltd.

News Release - Share/Stock/Debenture
 Information ** dated Apr. 11, 2000

News Release - Share/Stock/Debenture
 Information ** dated Apr. 11, 2000

Glimmer Resources Inc.

Record Date/Meeting Date - May 17/00 - June
 28/00 dated Apr. 12, 2000

Global Election Systems Inc.

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

Global Investment.com Financial Inc.

Material Change Report - Other (Form 27) dated
 Apr. 13, 2000

News Release - Agreement ** dated Apr. 13, 2000

Global Link International

Amended Record Date/Meeting Date - April 11 /
 May 31 dated Apr. 11, 2000

Global Net Entertainment Corp.

News Release - Acquisition ** dated Apr. 17, 2000

Global Strategy Diversified Growth Fund

Simplified Prospectus and AIF dated Apr. 12,
 2000

Prospectus/AIF Receipt - Northwest Territories
 dated Apr. 13, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 13,
 2000

Prospectus/AIF Receipt - NB dated Apr. 13, 2000

Prospectus/AIF Receipt - NS dated Apr. 13, 2000

Prospectus/AIF Receipt - Newf. dated Apr. 13,
 2000

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

Global Strategy Investment Funds - 2000

Simplified Prospectus and AIF dated Mar. 20,
 2000

Global Strategy World Balanced RSP Fund

Simplified Prospectus and AIF dated Apr 12
 2000

Prospectus/AIF Receipt - Ontario dated Apr. 13,
 2000

**Global Strategy World Companies RSP
Fund**

Simplified Prospectus and AIF dated Apr. 12,
 2000

Prospectus/AIF Receipt - Ontario dated Apr. 13,
 2000

Global Tree Technologies Inc.

News Release - Progress Report ** dated Apr. 17,
 2000

Globalstore.com Incorporated

Schedules B&C; to IFS dated Dec. 31, 1999

Globel Direct, Inc.

News Release - Contract ** dated Apr. 13, 2000

GLOBEX RESOURCES LTD.

News Release - Financial Statement/Operating
 Results ** dated Apr. 13, 2000

Gloucester Credit Card Trust

Initial Annual Information Form (NP 47) dated Apr.
 13, 2000

Golconda Resources Ltd.

Record Date/Meeting Date - 05/15/2000 -
 06/30/2000 dated Apr. 17, 2000

Gold Canyon Resources Inc.

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

Gold Coral Resources Inc.

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

Gold Summit Mines Ltd.

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

News Release - Progress Report ** dated Apr. 17,
 2000

Golden Chief Resources Inc

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

Golden Dynasty Resources Ltd.

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

Golden Goliath Resources Ltd.

IPO - Initial Public Offering dated Apr. 10, 2000
 Prospectus dated Apr. 10, 2000

Prospectus/AIF Receipt - BC dated Apr. 11, 2000

Golden Raven Resources Ltd.

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

Golden Sitka Resources Inc.

Certificate of Mailing ** dated Apr. 11, 2000

Golden Sky Ventures International Inc.

Audited Annual Financial Statement Nov. 30,
 1999

Golden Star Resources Ltd.

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 10, 2000

Golden Temple Mining Corp.

Form 20F Nov. 30, 1999
 Annual Information Form (Policy 5.10) dated Apr. 4, 2000

Golden Thunder Resources Ltd.

Audited Annual Financial Statement Sep. 30, 1999
 Interim Financial Statements for 03 mn period ended Dec. 31, 1999
 Material Change Report - Other (Form 27) dated Apr. 12, 2000
 News Release - Sales of Assets ** dated Apr. 12, 2000

Golden Trump Resources Ltd.

Record Date/Meeting Date - 04/20/2000 - 05/30/2000 dated Apr. 12, 2000

The Goldfarb Corporation

Interim Financial Statements for 12 mn period ended Dec. 31, 1999
 Certificate of Mailing ** dated Apr. 13, 2000

GolfNorth Properties Inc.

Notice of Intent to Sell Securities (Form 23) dated Mar. 31, 2000
 Private Placement (Form 45-501F1) dated Mar. 30, 2000
 Private Placement (Form 45-501F1) dated Apr. 3, 2000

Grande Communications, Inc.

Private Placement (Form 20) dated Mar. 8, 2000

Grange Gold Corporation

Record Date/Meeting Date - May 3 / June 8 dated Apr. 12, 2000

Great Canadian Gaming Corporation

Correction Letter dated Apr. 11, 2000

Green Point Resources Inc.

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

Green River Holdings Inc.

Annual Information Form (Policy 5.10) dated Mar. 30, 2000
 Certificate of Mailing ** dated Apr. 14, 2000

Greenshield Resources Inc.

Annual Report Sep. 30, 1999

Grey Wolf Explorations Inc.

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 6, 2000
 News Release - Change of Directors/Officers** dated Apr. 14, 2000
 News Release - Change of Directors/Officers** dated Apr. 12, 2000

The Griffin Corporation

Private Placement (Form 45-501F1) dated Mar. 31, 2000

GSI Lumonics Inc.

Waiver Letter dated Apr. 11, 2000
 Short Form Prospectus dated Apr. 11, 2000
 Short Form Prospectus dated Apr. 10, 2000
 Short Form Prospectus dated Apr. 10, 2000
 Prospectus/AIF Receipt - Sask. dated Apr. 11, 2000
 Prospectus/AIF Receipt - Newf. dated Apr. 11, 2000
 Prospectus/AIF Receipt - NB dated Apr. 11, 2000
 Prospectus/AIF Receipt - NS dated Apr. 11, 2000
 Prospectus/AIF Receipt - PEI dated Apr. 12, 2000

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

News Release - Share/Stock/Debenture Information ** dated Apr. 12, 2000

French Prospectus/AIF Receipt - Quebec dated Apr. 12, 2000

Prospectus/AIF Receipt - NS dated Apr. 11, 2000
 Prospectus/AIF Receipt - Newf. dated Apr. 13, 2000

GT Group Telecom Inc.

News Release - Share/Stock/Debenture Information ** dated Mar. 21, 2000

News Release - Share/Stock/Debenture Information ** dated Mar. 22, 2000

GTR Group Inc.

News Release - Change of Directors/Officers** dated Apr. 17, 2000

Record Date/Meeting Date - May 11/00 - June 20/00 dated Apr. 14, 2000

Guardian Capital Group Limited

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Mar. 31, 2000

Gulf Canada Resources Limited

Prospectus/AIF Receipt - NWT dated Apr. 14, 2000

Prospectus/AIF Receipt - Manitoba dated Apr. 13, 2000

Prospectus/AIF Receipt - NS dated Apr. 13, 2000
 Prospectus/AIF Receipt - Newf. dated Apr. 13, 2000

Certificate of Mailing ** dated Apr. 10, 2000
 Prospectus/AIF Receipt - Ontario dated Apr. 12, 2000

Gulf International Minerals Ltd.

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

H. Paulin & Co., Limited

Revised Record Date/Meeting Date - May 12 / June 16 dated Apr. 14, 2000

Habanero Resources Inc.

Audited Annual Financial Statement Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Mar. 31, 2000
 Return Card ** dated Apr. 17, 2000

Hamilton Airlines (2000) Inc.

Ruling/Order/Reasons dated Apr. 11, 2000

Hardrock Extension Inc.

Record Date/Meeting Date - May 25/00 - June 30/00 dated Apr. 14, 2000

Harlow Ventures Inc.

Audited Annual Financial Statement Nov. 30, 1999
 Interim Financial Statements for 03 mn period ended Feb. 29, 2000
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 12, 2000
 Management Discussion and Analysis dated Nov. 30, 1999

Hartco Enterprises Inc.

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

Headway Property Investment 77-IV

Audited Annual Financial Statement Dec. 31, 1999

The Health Care and Biotechnology Venture Fund

Report of Acquisition (Reg. S-101) dated Apr. 10, 2000

Hebron Fjord Resources Inc.

French Report under s.114 Quebec Securities Act dated Apr. 11, 2000

Hegco Canada, Inc.

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 12, 2000

Helix Biopharma Corp.

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

Helix Hearing Care of America Corp.

Audited Annual Financial Statement Nov. 30, 1999

Annual Report Nov. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 10, 2000

Management Discussion and Analysis dated Nov. 30, 1999

Hemosol Inc.

Annual Report Dec. 31, 1999

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

Herald Resources Limited

News Release - Share/Stock/Debenture Information ** dated Apr. 10, 2000

Heritage Concepts International Inc.

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

High Liner Foods Incorporated

Report of Acquisition (Reg. S-101) dated Apr. 10, 2000

High River Gold Mines Ltd.

Report of Acquisition (Reg. S-101) dated Apr. 14, 2000

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

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

Highview Resources Ltd.

Audited Annual Financial Statement Nov. 30, 1999

Annual Report Nov. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 5, 2000

Management Discussion and Analysis dated Nov. 30, 1999

Hillsborough Resources Limited

Record Date/Meeting Date - April 19 / May 11 dated Apr. 13, 2000

Hip Interactive Corp.

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

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

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

HMH China Investments Limited

Record Date/Meeting Date - May 10/00 - June 16/00 dated Apr. 13, 2000

Record Date/Meeting Date - May 10/00 - June 16/00 dated Apr. 13, 2000

HMI Industries Inc.

Private Placement (Form 45-501F1) dated Mar. 10, 2000

Hollinger Canadian Newspapers, Limited Partnership

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

Hollinger Inc.

Notice of Intent to Sell Securities (Form 23) dated Mar. 24, 2000

Honeybee Technology Inc.

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

HSBC AsiaPacific Fund

Statement of Portfolio Transactions Dec. 31, 1999

Audited Annual Financial Statement Dec. 31, 1999

Annual Report Dec. 31, 1999

HSBC Canadian Balanced Fund

Annual Report Dec. 31, 1999
 Statement of Portfolio Transactions Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

HSBC Canadian Bond Fund

Statement of Portfolio Transactions Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Annual Report Dec. 31, 1999

HSBC Canadian Bond Pooled Fund

Statement of Portfolio Transactions Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Annual Report Dec. 31, 1999

HSBC Canadian Dividend Income Pooled Fund

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Statement of Portfolio Transactions Dec. 31, 1999

HSBC Canadian Equity Fund

Annual Report Dec. 31, 1999
 Statement of Portfolio Transactions Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

HSBC Canadian Equity Pooled Fund

Statement of Portfolio Transactions Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Annual Report Dec. 31, 1999

HSBC Canadian Growth Pooled Fund

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Statement of Portfolio Transactions Dec. 31, 1999

HSBC Canadian Money Market Fund

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Statement of Portfolio Transactions Dec. 31, 1999

HSBC Canadian Money Market Pooled Fund

Statement of Portfolio Transactions Dec. 31, 1999
 Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

HSBC Canadian Short-Term Bond Pooled Fund

Annual Report Dec. 31, 1999
 Statement of Portfolio Transactions Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

HSBC Dividend Income Fund

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Statement of Portfolio Transactions Dec. 31, 1999

HSBC Emerging Markets Fund

Statement of Portfolio Transactions Dec. 31, 1999
 Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

HSBC European Fund

Audited Annual Financial Statement Dec. 31, 1999

Statement of Portfolio Transactions Dec. 31, 1999
 Annual Report Dec. 31, 1999

HSBC Foreign Bond Pooled Fund

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Statement of Portfolio Transactions Dec. 31, 1999

HSBC Future Growth Pooled Fund

Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999
 Statement of Portfolio Transactions Dec. 31, 1999

HSBC Global Equity Fund

Annual Report Dec. 31, 1999
 Statement of Portfolio Transactions Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

HSBC Global Equity RSP Fund

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Statement of Portfolio Transactions Dec. 31, 1999

HSBC International Bond Pooled Fund

Statement of Portfolio Transactions Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999

HSBC International Equity Pooled Fund

Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999
 Statement of Portfolio Transactions Dec. 31, 1999

HSBC Mortgage Fund

Annual Report Dec. 31, 1999
 Statement of Portfolio Transactions Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

HSBC Mutual Funds

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

HSBC Personal Asset Management Pooled Funds

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

HSBC Small Cap Growth Fund

Statement of Portfolio Transactions Dec. 31, 1999
 Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

HSBC U.S. Dollar Money Market Fund

Annual Report Dec. 31, 1999
 Statement of Portfolio Transactions Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

HSBC U.S. Equity Fund

Statement of Portfolio Transactions Dec. 31, 1999
 Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

HSBC U.S. Equity Pooled Fund

Statement of Portfolio Transactions Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999

HSBC U.S. Equity RSP Fund

Annual Report Dec. 31, 1999
 Statement of Portfolio Transactions Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

HSBC World Bond RSP Fund

Audited Annual Financial Statement Dec. 31, 1999
 Statement of Portfolio Transactions Dec. 31, 1999
 Annual Report Dec. 31, 1999

Huldra Silver Inc.

Audited Annual Financial Statement Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 10, 2000

Humboldt Capital Corporation

News Release - Financial Statement/Operating Results ** dated Apr. 12, 2000

Hummingbird Communications Ltd.

News Release - Agreement ** dated Apr. 11, 2000
 News Release - Stock Option Notice ** dated Apr. 12, 2000

Hurricane Hydrocarbons Ltd.

Private Placement (Form 45-501F1) dated Mar. 10, 2000

Material Change Report - Other (Form 27) dated Apr. 12, 2000

Hyatt Financial Corporation Ltd.

Material Change Report - Other (Form 27) dated Apr. 14, 2000
 News Release - Letter of Intent ** dated Apr. 12, 2000
 Record Date/Meeting Date - May 5/00 - June 9/00 dated Apr. 13, 2000

Hydromet Environmental Recovery Ltd.

Private Placement (Form 45-501F1) dated Mar. 20, 2000

Hydromet Technologies Limited

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

Hyduke Resources Ltd.

Certificate of Mailing ** dated Apr. 12, 2000

IAT Air Cargo Facilities Income Fund

Annual Information Form (Policy 5.10) dated Apr. 3, 2000

Icelandic Gold Corporation

Record Date/Meeting Date - 05/09/2000 - 06/30/2000 dated Apr. 13, 2000

ICON Laser Eye Centers, Inc.

News Release - Financial Statement/Operating Results ** dated Apr. 12, 2000

Icron Systems Inc.

Private Placement (Form 45-501F1) dated Mar. 30, 2000

ID Biomedical Corporation

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 6, 2000

Private Placement (Form 45-501F1) dated Mar. 16, 2000

News Release - Financial Statement/Operating Results ** dated Apr. 6, 2000

News Release - Stock Option Notice ** dated Jan. 21, 2000

IDS Intelligent Detection Systems Inc.

News Release - Financial Statement/Operating Results ** dated Apr. 13, 2000

News Release - Progress Report ** dated Apr. 11, 2000

IFL Investment Foundation (Canada) Limited

Adding Filing Juris. dated Apr. 14, 2000

IITC Holdings Ltd.

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 3, 2000

Illusion Systems Inc.

News Release - Finances/New Financing ** dated Apr. 13, 2000

News Release - Finances/New Financing ** dated Apr. 13, 2000

IMA Exploration Inc.

News Release - Development - Land/Project/Product ** dated Apr. 13, 2000

Image Power, Inc.

News Release - Finances/New Financing ** dated Apr. 13, 2000

Image Processing Systems Inc.

News Release - Shareholders Rights Plan ** dated Apr. 13, 2000

Imaging Dynamics Corporation

News Release - Finances/New Financing ** dated Apr. 3, 2000

Imagis Technologies Inc.

News Release - Progress Report ** dated Apr. 17, 2000

IMARK Corporation

Record Date/Meeting Date - May 10/00 - June 19/00 dated Apr. 14, 2000

Imax Corporation

Form 10-K Dec. 31, 1999

Renewal Annual Information Form (NP 47) dated Mar. 28, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 12, 2000

Prospectus/AIF Receipt - Newf. dated Apr. 12, 2000

Prospectus/AIF Receipt - NS dated Apr. 13, 2000

IMI International Medical Innovations Inc.

Private Placement (Form 45-501F1) dated Mar. 23, 2000

News Release - Letter of Intent ** dated Apr. 13, 2000

Immune Network Research Ltd.

Material Change Report - Other (Form 27) dated Apr. 13, 2000

IMPACT Minerals International Inc.

Audited Annual Financial Statement Dec. 31, 1999

Annual Report Dec. 31, 1999

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

Imperial Oil Limited

Dividend Reinvestment and Share Purchase Plans ** dated Apr. 6, 2000

Imperial PlasTech Inc.

Interim Financial Statements for 03 mn period ended Feb. 29, 2000

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

Inca Mining Corp.

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

Inca Pacific Resources Inc.

Interim Financial Statements for 03 mn period ended Feb. 29, 2000

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

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

Inco Limited

French News Release - Development-Land/Project/Product ** dated Apr. 12, 2000

News Release - Development-Land/Project/Product ** dated Apr. 12, 2000

Independent Factors Ltd.

Certificate of Mailing ** dated Apr. 10, 2000

Certificate of Mailing ** dated Apr. 10, 2000

Certificate of Mailing ** dated Apr. 10, 2000

Indo-Pacific Energy Ltd.

Record Date/Meeting Date - May 16/00 - June 20/00 dated Apr. 14, 2000

Industrial, Ivy, Cundill (Series C) and Universal Funds, The

Prospectus/AIF Receipt - NB dated Apr. 3, 2000

Inex Pharmaceuticals Inc.

Audited Annual Financial Statement Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Mar. 22, 2000

Return Card dated Apr. 14, 2000

Notice of Meeting dated Mar. 22, 2000

Inflazyme Pharmaceuticals Ltd.

News Release - Development-Land/Project/Product ** dated Apr. 12, 2000

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

Infocorp Computer Solutions Ltd.

Notice of Intent to Sell Securities (Form 23) dated Mar. 30, 2000

InfoInteractive Inc.

Adding Filing Juris. dated Apr. 13, 2000

Adding Filing Jurisdiction dated Apr. 13, 2000

Certificate of Mailing ** dated Apr. 13, 2000

Certificate of Mailing ** dated Apr. 13, 2000

Amended Record Date/Meeting Date - March 29 / May 3 dated Apr. 13, 2000

News Release - Progress Report ** dated Apr. 17, 2000

Information Holdings Inc.

Private Placement (Form 45-501F1) dated Mar. 29, 2000

Offering Memorandum dated Mar. 14, 2000

Infomission Group Inc.

News Release - Financial Statement/Operating Results ** dated Apr. 13, 2000

InfoUtility Corporation

Private Placement (Form 45-501F1) dated Mar. 30, 2000

Private Placement (Form 45-501F1) dated Feb. 29, 2000

Infowave Software, Inc.

Initial Annual Information Form (NP 47) dated Apr. 13, 2000

News Release - Finances/New Financing ** dated Apr. 13, 2000

INSCAPE (tm)

Certificate of Mailing ** dated Apr. 10, 2000

Insight Canadian Dividend Growth Pool

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

Insight Canadian Fixed Income Pool

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

Insight Canadian Growth Pool

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

Insight Canadian High Yield Income Pool

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

Insight Canadian Small Cap Pool

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

Insight Global Equity Pool

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

Insight Global Equity RSP Pool

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

Insight Global Fixed Income Pool

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

Insight Global Small Cap Pool

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

Insight International Growth Pool

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

Insight International Value Pool

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

Insight U.S. Growth Pool

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

Insight U.S. Value Pool

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

Insurcom Financial Corporation

News Release - Share/Stock/Debenture Information ** dated Apr. 4, 2000

Integrated Information Systems, Inc.

Private Placement (Form 45-501F1) dated Mar. 23, 2000

Integrated Paving Concepts Inc.

Record Date/Meeting Date - 05/16/2000 - 06/22/2000 dated Apr. 17, 2000

Integrated Silicon Solution, Inc.

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

Inter-Citic Mineral Technologies Inc.

Audited Annual Financial Statement Nov. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 12, 2000

Private Placement (Form 45-501F1) dated Mar. 10, 2000

Inter-Rock Minerals Inc.

Application Under Subsection 51(2)(b) 397/00 dated Apr. 13, 2000

News Release - Progress Report ** dated Apr. 13, 2000

Interaction Resources Ltd.

Material Change Report - Other (Form 27) dated Apr. 4, 2000

Intermap Technologies Ltd.

Annual Report Dec. 31, 1999

Audited Annual Financial Statement Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 5, 2000

Management Discussion and Analysis dated Dec. 31, 1999

International Absorbents Inc.

Record Date/Meeting Date - May 4/00 - June 12/00 dated Apr. 12, 2000

International Barytex Resources Ltd.

Record Date/Meeting Date - May 8/00 - June 16/00 dated Apr. 14, 2000

International Capri Resources Ltd.

News Release - Acquisition ** dated Apr. 12, 2000

News Release - Share/Stock/Debenture Information ** dated Apr. 12, 2000

International Datashare Corporation

News Release - Legal Proceedings ** dated Apr. 3, 2000

International EN-R-Tech Inc.

Material Change Report - Other (Form 27) dated Apr. 12, 2000

International Enxco Limited

Audited Annual Financial Statement Dec. 31, 1999

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

International Freegold Mineral Development Inc.

Material Change Report - Other (Form 27) dated Apr. 13, 2000

International Gryphon Resources Inc.

News Release - Progress Report ** dated Apr. 4, 2000

International Hi-Tech Industries Inc.

Prospectus/AIF Receipt - Alberta dated Apr. 6, 2000

News Release - Progress Report ** dated Apr. 13, 2000

International Kirkland Minerals Inc.

Record Date/Meeting Date - 05/17/2000 - 06/30/2000 dated Apr. 17, 2000

International Mahogany Corp.

Material Change Report - Other (Form 27) dated Apr. 17, 2000

International PBX Ventures Ltd.

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 13, 2000
 Material Change Report - Other (Form 27) dated Apr. 13, 2000

International Properties Group Ltd.

News Release - Change of Directors/Officers** dated Apr. 13, 2000

International Skyline Gold Corporation

News Release - Agreement ** dated Apr. 12, 2000

International Thunderbird Gaming Corporation

Audited Annual Financial Statement Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31, 1999

Annual Information Form (Policy 5.10) dated Apr. 13, 2000
 Record Date/Meeting Date - 04/07/2000 - 05/16/2000 dated Apr. 13, 2000

Certificate of Mailing ** dated Apr. 13, 2000

International Tower Hill Mines Ltd.

Interim Financial Statements for 09 mn period ended Feb. 29, 2000

International Transtech Inc.

Revised Record Date/Meeting Date - May 2 / June 6 dated Apr. 11, 2000

International Uranium Corporation

Material Change Report - Other (Form 27) dated Apr. 13, 2000

International Wayside Gold Mines Ltd.

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

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

News Release - Development - Land/Project/Product ** dated Apr. 4, 2000

News Release - Share/Stock/Debenture Information ** dated Apr. 5, 2000

News Release - Acquisition ** dated Apr. 5, 2000

International Wex Technologies Inc.

News Release - Change of Directors/Officers** dated Apr. 14, 2000

Interprovincial Satellite Services Ltd

Private Placement (Form 45-501F1) dated Mar. 22, 2000

Interprovincial Venture Capital Corporation

Interim Financial Statements for 06 mn period ended Feb. 29, 2000

Notice of Intent to Sell Securities (Form 23) dated Mar. 31, 2000

Intertech Minerals Corp.

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

News Release - Finances/New Financing ** dated Apr. 12, 2000

Intrepid Minerals Corporation

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

Intrinsyc Software Inc.

News Release - Financial Statement/Operating Results ** dated Apr. 12, 2000

Inventronics Limited

Record Date/Meeting Date - May 8/00 - June 15/00 dated Apr. 14, 2000

Inverpower Controls Ltd.

Private Placement (Form 45-501F1) dated Mar. 16, 2000

News Release - Contract ** dated Apr. 13, 2000

INZECO HOLDINGS INC.

Interim Financial Statements for 09 mn period ended Feb. 29, 2000

IPL Inc.

News Release - Acquisition ** dated Apr. 14, 2000
 News Release - Progress Report ** dated Apr. 11, 2000

iprint.com, Inc.

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

ISEE3D INC.

Material Change Report - Other (Form 27) dated Apr. 13, 2000

News Release - New Listing/Delisting ** dated Apr. 11, 2000

News Release - Agreement ** dated Apr. 6, 2000

Ision Internet AG

Private Placement (Form 45-501F1) dated Mar. 20, 2000

ITI Education Corporation

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

ITL Capital Corporation

Material Change Report - Other (Form 27) dated Apr. 4, 2000

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

Ivy RSP Foreign Equity Fund

Amended Simplified Prospectus and AIF dated Mar. 29, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 12, 2000

Ivy-Universal RSP Funds

Amended Simplified Prospectus and AIF dated Mar. 29, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 12, 2000

Prospectus/AIF Receipt - NS dated Apr. 12, 2000

Prospectus/AIF Receipt - PEI dated Apr. 12, 2000

Prospectus/AIF Receipt - Newf. dated Apr. 12, 2000

French Prospectus/AIF Receipt - Quebec dated Apr. 12, 2000

French Prospectus/AIF Receipt - Quebec dated Apr. 12, 2000

iWave.Com, Inc.

Preliminary Prospectus dated Apr. 13, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 14, 2000

Record Date/Meeting Date - May 4/00 - June 9/00 dated Apr. 14, 2000

News Release - Financial Statement/Operating Results ** dated Apr. 13, 2000

IX CAPITAL INC.

Record Date/Meeting Date - May 1 / June 9 dated Apr. 11, 2000

Jack Astor's (Cary & Las Colinas) Limited

Private Placement (Form 45-501F1) dated Apr. 6, 2000

Jannock Properties Limited

Report of Acquisition (Reg. S-101) dated Apr. 10, 2000

Java Joe's International Corporation

Record Date/Meeting Date - 05/12/2000 - 06/16/2000 dated Apr. 14, 2000

Jaws Technologies, Inc. (U.S.)

Form 10-K Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Jenosys Enterprises Inc.

News Release - Finances/New Financing ** dated Apr. 13, 2000

Jewett-Cameron Trading Company Ltd.

Interim Financial Statements for 06 mn period ended Feb. 29, 2000

Jones Heward Investment Counsel Inc.

Form 38 dated Mar. 28, 2000

July Resources Corp.

Audited Annual Financial Statement Nov. 30, 1999

Interim Financial Statements for 03 mn period ended Feb. 29, 2000

Jumbo Development Corporation

Audited Annual Financial Statement, Nov. 30, 1999

Interim Financial Statements for 03 mn period ended Feb. 29, 2000

Jupiter Power International Inc.

Record Date/Meeting Date - May 14/00 - June 23/00 dated Apr. 10, 2000

Kalahari Resources Inc.

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

News Release **Debt Settlement dated Apr. 12, 2000

Kansai Mining Corporation

Audited Annual Financial Statement Sep. 30, 1999

Interim Financial Statements for 03 mn period ended Dec. 31, 1998

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 17, 2000

Management Discussion and Analysis dated Sep. 30, 1999

Karmin Exploration Inc.

News Release - Progress Report ** dated Apr. 11, 2000

News Release - Stock Option Notice ** dated Mar. 27, 2000

Kasten Chase Applied Research Limited

Private Placement (Form 45-501F1) dated Mar. 8, 2000

Preliminary Prospectus dated Apr. 13, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 13, 2000

Kazakhstan Minerals Corporation

Record Date/Meeting Date - May 11/00 - June 15/00 dated Apr. 13, 2000

Record Date/Meeting Date - May 18/00 - June 29/00 dated Apr. 17, 2000

Kelnick Resources Ltd.

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

News Release - Acquisition ** dated Apr. 10, 2000

Keltic Incorporated

Report of Acquisition (Reg. S-101) dated Apr. 10, 2000

Kenrich Mining Corporation

Material Change Report - Other (Form 27) dated Apr. 12, 2000

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

Kensington II Partnership

Audited Annual Financial Statement Dec. 31, 1999

KeyWest Energy Corporation

Audited Annual Financial Statement Dec. 31, 1999

Annual Report Dec. 31, 1999

Kicking Horse Resources Ltd.

Letter re. Fee dated Apr. 12, 2000

King George Financial Corporation

Correction Letter dated Apr. 13, 2000

Certificate of Mailing ** dated Apr. 7, 2000

Kingsway International Holdings Limited

News Release - Share/Stock/Debenture Information ** dated Apr. 6, 2000

News Release - Progress Report ** dated Apr. 17, 2000

Kobex Resources Ltd.

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 12, 2000

- Koch Pipelines Canada, L.P.**
Certificate of Mailing ** dated Apr. 13, 2000
- KRG Management Inc.**
Interim Financial Statements for 06 mn period ended Jan. 31, 2000
News Release - Financial Statement/Operating Results ** dated Apr. 12, 2000
- L'Excellence Compagnie D'Assurance - Vie**
Annual Report Dec. 31, 1999
- La Caisse Populaire Acton Vale**
Etats financier interimaire 06 mo.période terminée le Feb. 29, 2000
- La Caisse Populaire d'Amos**
Rapport annuel Nov. 30, 1999
- La Caisse Populaire de Rimouski**
Rapport annuel Nov. 30, 1999
- La Caisse Populaire de Rivière du Loup**
Rapport annuel Nov. 30, 1999
- La Caisse Populaire de Saint-Liboire**
Etats financier interimaire 06 mo.période terminée le Feb. 29, 2000
- La Caisse Populaire de Sainte-Barbe**
Rapport annuel Nov. 30, 1999
- La Caisse Populaire de St Isidore de Laprairie**
Etats financier interimaire 06 mo.période terminée le Feb. 29, 2000
- La Caisse Populaire de St-Augustin**
Rapport annuel Nov. 30, 1999
- La Caisse populaire de St-C. Iestin**
Rapport annuel Nov. 30, 1999
- LA CAISSE POPULAIRE DE St-Guillaume**
Etats financier interimaire 06 mo.période terminée le Feb. 29, 2000
- La Caisse Populaire de St-Ludger**
Rapport annuel Nov. 30, 1999
- La Caisse Populaire de Verchères**
Etats financier interimaire 06 mo.période terminée le Feb. 29, 2000
- La Caisse Populaire de Viauville de Montr,al**
Rapport annuel Nov. 30, 1999
- LA CAISSE POPULAIRE DESJARDINS DE Cowansville**
Etats financier interimaire 06 mo.période terminée le Feb. 29, 2000
- La Caisse Populaire Desjardins de Roxton Falls**
Etats financier interimaire 06 mo.période terminée le Feb. 29, 2000
- La Caisse Populaire Desjardins de Saint-Barnab,-Sud**
Etats financier interimaire 06 mo.période terminée le Feb. 29, 2000
- La Caisse Populaire Desjardins de Saint-Pie-de-Bagot**
Etats financier interimaire 06 mo.période terminée le Feb. 29, 2000
- La Caisse Populaire Desjardins de St-Boniface de Shawinigan**
Etats financier interimaire 06 mo.période terminée le Feb. 29, 2000
French Waiver Letter - Quebec dated Apr. 10, 2000
French Exchange of Securities dated Mar. 16, 2000
- La Caisse Populaire les Deux Cantons**
Rapport annuel Nov. 30, 1999
- La Caisse Populaire Marie Reine des Coeurs de Montr,al**
Rapport annuel Nov. 30, 1999
- La Caisse Populaire Notre-Dame de Stanbridge**
Etats financier interimaire 06 mo.période terminée le Feb. 29, 2000
- La caisse populaire St-Cyrille de Wendover**
Rapport annuel Nov. 30, 1999
- La Rock Mining Corp.**
Record Date/Meeting Date - May 17/00 - June 29/00 dated Apr. 17, 2000
- Label Depot Corporation**
Addendum to Information Circular dated Apr. 14, 2000
Material Change Report - Other (Form 27) dated Apr. 14, 2000
News Release - Agreement ** dated Apr. 14, 2000
- Labopharm Inc.**
News Release - Progress Report ** dated Mar. 30, 2000
News Release - Progress Report ** dated Apr. 13, 2000
- LaBranche & Co Inc.**
Private Placement (Form 45-501F1) dated Mar. 28, 2000
- Laguna Gold Company**
Record Date/Meeting Date - 05/01/00 / 06/14/00 dated Apr. 6, 2000
- Laidlaw Inc.**
News Release - Progress Report ** dated Apr. 12, 2000
French Conference Call dated Apr. 12, 2000
- Laketon American Equity Fund**
Private Placement (Form 45-501F1) dated Apr. 3, 2000
Private Placement (Form 45-501F1) dated Mar. 4, 2000
- Laketon International Equity Fund**
Private Placement (Form 45-501F1) dated Apr. 3, 2000
Private Placement (Form 45-501F1) dated Apr. 3, 2000
- Laketon International Equity Taxable Fund**
Private Placement (Form 20) dated Mar. 13, 2000
Private Placement (Form 20) dated Mar. 13, 2000
- Lambus Enterprises Inc.**
News Release - Letter of Intent ** dated Apr. 13, 2000
- Laminco Resources Inc.**
Record Date/Meeting Date - May 9/00 - June 13/00 dated Apr. 13, 2000
Record Date/Meeting Date - May 9/00 - June 13/00 dated Apr. 13, 2000
News Release - Advance Notice of AGM ** dated Apr. 12, 2000
- Landover Energy Inc.**
Material Change Report - Other (Form 27) dated Apr. 12, 2000
News Release - Finances/New Financing ** dated Apr. 12, 2000
- Laramide Resources Ltd.**
Record Date/Meeting Date - 05/09/2000 - 06/28/2000 dated Apr. 12, 2000
- Lasmo plc**
News Release - Share/Stock/Debenture Information ** dated Apr. 3, 2000
News Release - Share/Stock/Debenture Information ** dated Apr. 11, 2000
- LATelco International, Inc.**
Record Date/Meeting Date - May 10/00 - June 14/00 dated Apr. 14, 2000
- Lateral Vector Resources Inc.**
Revised Record Date/Meeting Date - May 16 / June 27 dated Apr. 13, 2000
- Latitude Minerals Corp.**
News Release - Acquisition ** dated Apr. 12, 2000
- Le Print Express International Inc.**
Notice of Intent to Sell Securities (Form 23) dated Apr. 5, 2000
Notice of Intent to Sell Securities (Form 23) dated Apr. 5, 2000
- Learnsoft Corporation**
Interim Financial Statements for 06 mn period ended Jan. 31, 2000
Interim Financial Statements for 06 mn period ended Jan. 31, 2000
Certificate of Mailing ** dated Apr. 14, 2000
- Legacy Hotels Real Estate Investment Trust**
Takeover Bid Circular - Other - Cash dated Apr. 10, 2000
Issuer Bid Circular dated Apr. 10, 2000
- Legg Mason Canada Holdings Ltd.**
News Release - New Listing/Delisting ** dated Apr. 6, 2000
- Leicester Diamond Mines Ltd.**
Interim Financial Statements for 09 mn period ended Feb. 29, 2000
- Leisure Canada Inc.**
News Release - Change of Directors/Officers** dated Apr. 17, 2000
- Leroux Steel Inc.**
News Release - Financial Statement/Operating Results ** dated Apr. 14, 2000
- Level 3 Communications, Inc.**
Private Placement (Form 45-501F1) dated Mar. 7, 2000
- Lexxor Energy Inc.**
News Release - Share/Stock/Debenture Information ** dated Apr. 6, 2000
- Liberty Oil & Gas Ltd.**
News Release - Progress Report ** dated Apr. 17, 2000
- Library Information Software Corp.**
Audited Annual Financial Statement Nov. 30, 1999
Notice of Intent to Sell Securities (Form 23) dated Mar. 24, 2000
- Lindsey Morden Group Inc.**
Annual Information Form (Policy 5.10) dated Apr. 12, 2000
News Release - Dividend Announced ** dated Apr. 13, 2000
- Lion Funds**
Material Change Report - Other (Form 27) dated Apr. 13, 2000
News Release - Progress Report ** dated Apr. 13, 2000
News Release - Agreement ** dated Apr. 13, 2000
- LMI Diffracto Limited**
Ruling/Order/Reasons 059/00 dated Apr. 10, 2000
- LMX Resources Ltd.**
News Release - Development - Land/Project/Product ** dated Apr. 13, 2000
- Load Resources Ltd.**
Material Change Report - Other (Form 27) dated Apr. 6, 2000
- Loblaws Companies Limited**
Prospectus/AIF Receipt - Nunavut dated Apr. 4, 2000
- The Loewen Group Inc.**
Monthly Summary Report dated Apr. 6, 2000

Logistec Corporation

News Release - Share/Stock/Debtenture Information ** dated Mar. 24, 2000

Loma Oil & Gas Ltd.

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

Look Communications Inc.

Record Date/Meeting Date - May 9/00 - June 15/00 dated Apr. 17, 2000

Loon Energy Inc.

News Release - Financial Statement/Operating Results ** dated Apr. 12, 2000

Lorus Therapeutics Inc.

Etats financier interimaire 09 mo.période terminée le Feb. 29, 2000

Preliminary Short Form Prospectus dated Apr. 11, 2000

French Preliminary Short Form Prospectus dated Apr 11, 2000

Prospectus/AIF Receipt - Newf. dated Apr. 12, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 12, 2000

French Prospectus/AIF Receipt - Quebec dated Apr. 12, 2000

Prospectus/AIF Receipt - Saskatchewan dated Apr 17, 2000

Prospectus/AIF Receipt - Prince Edward Island dated Apr. 17, 2000

Lotus Balanced Fund

Audited Annual Financial Statement Dec. 31, 1999

Statement of Portfolio Transactions Dec. 31, 1999 Annual Report Dec. 31, 1999

Lotus Bond Fund

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Statement of Portfolio Transactions Dec. 31, 1999

Lotus Canadian Equity Fund

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Statement of Portfolio Transactions Dec. 31, 1999

Lotus Group of Funds

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Annual Report Dec. 31, 1999

Lotus Income Fund

Annual Report Dec. 31, 1999

Audited Annual Financial Statement Dec. 31, 1999

Statement of Portfolio Transactions Dec. 31, 1999

Louvem Mines Inc.

Audited Annual Financial Statement Dec. 31, 1999

Annual Report Dec. 31, 1999

Management Discussion and Analysis dated Dec. 31 1999

Certificate of Mailing ** dated Apr. 13, 2000

Certificate of Mailing ** dated Apr. 13, 2000

Certificate of Mailing ** dated Apr. 13, 2000

Lucky Strike Resources Ltd.

News Release - Agreement ** dated Apr. 17, 2000

Lucre Ventures Ltd.

News Release - Advance Notice of AGM ** dated Apr. 13, 2000

Luminex Ventures Inc.

Material Change Report - Other (Form 27) dated Apr. 12, 2000

News Release - Acquisition ** dated Apr. 12, 2000

Lundin Oil AB

Record Date/Meeting Date - March 29/00 - May 4/00 dated Apr. 17, 2000

Luscar Coal Income Fund

Information Circular/Proxy/Notice of Meeting - Other dated Mar. 31, 2000

Certificate of Mailing ** dated Apr. 7, 2000

Certificate of Mailing ** dated Apr. 7, 2000

Luxor Industrial Corporation

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

Lyndex Explorations Limited

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

Interim Financial Statements for 06 mn period ended Mar. 31, 2000

M.I.T. Ventures Corp.

News Release - Change of Directors/Officers** dated Apr. 14, 2000

Record Date/Meeting Date - July 12/00 - Aug. 25/00 dated Apr. 17, 2000

MacDonald Oil Exploration Ltd.

Certificate of Mailing ** dated Apr. 7, 2000

Mackenzie Financial Corporation

Application Under the Mutual Reliance Review System 394/00 dated Apr. 11, 2000

News Release - Stock Option Notice ** dated Apr. 17, 2000

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

News Release - Share/Stock/Debtenture Information ** dated Apr. 11, 2000

News Release - Share/Stock/Debtenture Information ** dated Apr. 10, 2000

News Release - Share/Stock/Debtenture Information ** dated Apr. 11, 2000

News Release - Stock Option Notice ** dated Apr. 7, 2000

Madison Energy Corp.

Material Change Report - Other (Form 27) dated Apr. 5, 2000

Madison River Communications

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

Magellan Aerospace Corporation

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Audited Annual Financial Statement Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Mar. 31, 2000

Management Discussion and Analysis dated Dec. 31, 1999

Magin Energy Inc.

News Release - Progress Report ** dated Apr. 13, 2000

Mainstreet Equity Corp.

News Release - Acquisition ** dated Apr. 5, 2000

Major General Resources Ltd.

Material Change Report - Other (Form 27) dated Apr. 17, 2000

News Release - Development - Land/Project/Product ** dated Apr. 17, 2000

Mandarin Goldfields Inc.

Interim Financial Statements for 03 mn period ended Mar. 31, 1997

Manhattan Minerals Corp.

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

News Release - Assay Results ** dated Apr. 13, 2000

Certificate of Mailing ** dated Apr. 7, 2000

Manhattan Resources Ltd.

Record Date/Meeting Date - 05/08/2000 - 06/13/2000 dated Apr. 12, 2000

Manitoba Telecom Services Inc.

Record Date/Meeting Date - May 9/00 - June 23/00 dated Apr. 13, 2000

French Prospectus/AIF Receipt - Quebec dated Apr. 11, 2000

MANNACOM TECHNOLOGIES INC.

Private Placement (Form 45-501F1) dated Mar. 30, 2000

Private Placement (Form 45-501F1) dated Mar. 30, 2000

Manulife Financial Corporation

Revised Certificate of Mailing ** dated Apr. 13, 2000

Revised Certificate of Mailing ** dated Apr. 13, 2000

Revised Certificate of Mailing ** dated Apr. 13, 2000

MARAMAR VENTURES INC.

Record Date/Meeting Date - May 8/00 - June 12/00 dated Apr. 13, 2000

Marathon Group

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Marathon Plus Momentum Fund

Private Placement (Form 45-501F1) dated Mar. 29, 2000

Mark's Work Wearhouse Ltd.

Early Warning Report dated Apr. 10, 2000

Market Square Inn Limited Partnership

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

Marshall-Barwick Inc.

Record Date/Meeting Date - April 25/00 - June 2/00 dated Apr. 13, 2000

Record Date/Meeting Date - 04/25/2000 - 06/02/2000 dated Apr. 13, 2000

Master Credit Card Trust

Private Placement (Form 45-501F1) dated Mar. 31, 2000

Private Placement (Form 45-501F1) dated Mar. 31, 2000

Matachewan Consolidated Mines Limited

Record Date/Meeting Date - 05/17/2000 - 06/28/2000 dated Apr. 12, 2000

Matco Ravary Inc.

French Issuer Bid Circular dated Apr. 14, 2000

French Issuer Bid Circular dated Apr. 14, 2000

News Release - Issuer Bid ** dated Apr. 12, 2000

Materials Protection Technologies Inc.

Record Date/Meeting Date - May 9/00 - June 28/00 dated Apr. 14, 2000

MatrixOne, Inc.

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

Maude Lake Exploration Limited

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Information Circular/Proxy/Notice of Meeting - Other dated Apr. 3, 2000

Certificate of Mailing ** dated Apr. 13, 2000

Certificate of Mailing ** dated Apr. 13, 2000

Certificate of Mailing ** dated Apr. 13, 2000

Maximum Ventures Inc.

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

Maxwell Oil & Gas Ltd.

Certificate of Mailing ** dated Apr. 10, 2000

Certificate of Mailing ** dated Apr. 10, 2000

Certificate of Mailing ** dated Apr. 10, 2000

MAXXCOM INC.

Private Company Gone Public ** dated Mar. 23, 2000

Maxy Oil & Gas Inc.

News Release - Merger ** dated Apr. 13, 2000

Record Date/Meeting Date - May 8/00 - June 12/00 dated Apr. 13, 2000

News Release - Advance Notice of AGM ** 05/08/2000 - 06/12/2000 dated Apr. 17, 2000

Mazarin Mining Corporation Inc.

News Release - Progress Report ** dated Apr. 13, 2000

mBase.com Inc

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

MCAP Inc.

Record Date/Meeting Date - April 17/00 - May 25/00 dated Mar. 22, 2000

McCarthy Corporation PLC

Amended Record Date/Meeting Date - April 7 / May 22 dated Apr. 11, 2000

The McElvaine Investment Trust

Statement of Portfolio Transactions Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999

McGraw-Hill Ryerson Limited

News Release - Dividend Announced ** dated Apr 13, 2000

McLean Budden Managed Funds

Corrected Simplified Prospectus (no AIF) dated Mar. 30, 2000

Corrected French Simplified Prospectus (no AIF) dated Mar. 30, 2000

Prospectus/AIF Receipt - PEI dated Apr. 13, 2000

McWatters Mining Inc.

French Report under s.114 Quebec Securities Act dated Dec. 31, 1999

Medbroadcast Corporation

Material Change Report - Other (Form 27) dated Apr. 12, 2000

News Release - Share/Stock/Debtenture Information ** dated Apr. 12, 2000

MedcomSoft Inc.

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

Medicare Inc.

Corrected News Release - Finances/New Financing ** dated Apr. 7, 2000

Medisystem Technologies Inc.

Certificate of Mailing ** dated Apr. 10, 2000

Meata Resources Corp.

Annual Report Dec. 31, 1999

Audited Annual Financial Statement Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 5, 2000

Management Discussion and Analysis dated Dec. 31, 1999

Certificate of Mailing ** dated Apr. 13, 2000

Certificate of Mailing ** dated Apr. 13, 2000

Certificate of Mailing ** dated Apr. 13, 2000

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

Mera Petroleum Inc.

Amended Record Date/Meeting Date - May 10/00 - June 22/00 dated Apr. 14, 2000

Meridian Gold Inc.

Report of Acquisition (Reg. S-101) dated Apr. 10, 2000

Merrill Lynch Internet Strategies RSP Fund

Ruling/Order/Reasons 110/00 dated Mar. 28, 2000

Merrill Lynch RSP Disciplined U.S. Equity Fund

Waiver Letter dated Apr. 4, 2000

Merrill Lynch RSP Funds

Waiver Letter dated Apr. 4, 2000

Merrill Lynch RSP Global Asset Allocation Fund

Waiver Letter dated Apr. 4, 2000

Metalex Ventures Ltd.

Certificate of Mailing ** dated Apr. 6, 2000

Meteor Technologies Inc.

Material Change Report - Other (Form 27) dated Apr. 12, 2000

Material Change Report - Other (Form 27) dated Apr. 12, 2000

News Release - Share/Stock/Debtenture Information ** dated Apr. 12, 2000

News Release - Finances/New Financing ** dated Apr. 12, 2000

Methanex Corporation

Renewal Annual Information Form (NP 47) dated Feb. 21, 2000

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

Prospectus/AIF Receipt - NS dated Apr. 11, 2000
Prospectus/AIF Receipt - Newf. dated Apr. 11, 2000

Prospectus/AIF Receipt - NB dated Apr. 11, 2000
Prospectus/AIF Receipt - Manitoba dated Apr. 13, 2000

MFP Financial Services Ltd.

News Release - Dividend Announced ** dated Apr. 14, 2000

Microbix Biosystems Inc.

News Release - Legal Proceedings ** dated Apr. 14, 2000

Microcell Telecommunications Inc.

News Release - Financial Statement/Operating Results ** dated Apr. 13, 2000

French News Release - Acquisition ** dated Apr. 13, 2000

Microforum Inc.

Material Change Report - Other (Form 27) dated Apr. 17, 2000

News Release - Letter of Intent ** dated Apr. 17, 2000

News Release - Letter of Intent ** dated Apr. 10, 2000

Micrologix Biotech Inc.

Private Placement (Form 45-501F1) dated Mar. 20, 2000

French Preliminary Prospectus dated Apr. 6, 2000
French Prospectus/AIF Receipt - Quebec dated Apr. 7, 2000

News Release - Share/Stock/Debtenture Information ** dated Apr. 12, 2000

Micromem Technologies Inc.

News Release - Stock Option Notice ** dated Apr. 7, 2000

Change of Address ** dated Apr. 14, 2000

Microsolve Computer Solutions Inc.

News Release - Progress Report ** dated Apr. 11, 2000

Microtec Enterprises Inc.

Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999

Annual Information Form (Policy 5.10) dated Dec. 31, 1999

Management Discussion and Analysis dated Dec. 31, 1999

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

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

Certificate of Mailing ** dated Apr. 17, 2000

Mid-Cap Equity Growth Fund

Private Placement (Form 45-501F1) dated Mar. 1, 2000

Midland Holland Inc.

Record Date/Meeting Date - May 5/00 - June 9/00 dated Apr. 14, 2000

Mika Technology Inc.

Material Change Report - Other (Form 27) dated Apr. 13, 2000

News Release - Progress Report ** dated Apr. 13, 2000

Mikes Restaurants Inc.

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

Millstreet Development Corp.

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

Milltronics Ltd.

Early Warning Report dated Apr. 10, 2000

Minacs Worldwide Inc.

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 4, 2000

Certificate of Mailing ** dated Apr. 13, 2000

News Release - Share/Stock/Debtenture Information ** dated Apr. 5, 2000

Mindoro Resources Ltd.

Record Date/Meeting Date - May 9/00 - June 15/00 dated Apr. 14, 2000

Minera Andes Inc.

Record Date/Meeting Date - May 15/00 - June 23/00 dated Apr. 17, 2000

Minpro International Ltd.

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

Mintomining.com inc.

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

Miramar Mining Corporation

News Release - Assay Results ** dated Apr. 11, 2000

MMX Ventures Inc.

Record Date/Meeting Date - April 26/00 - May 31/00 dated Apr. 14, 2000

Mobile Computing Corporation

Resale of Exempted Security Report (Form 45-501F2) dated Mar. 17, 2000

Private Placement (Form 45-501F1) dated Mar. 20, 2000

Private Placement (Form 45-501F1) dated Apr. 5, 2000

Resale of Exempted Security Report (Form 45-501F2) dated Mar. 17, 2000

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

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

Mobilift Inc

Record Date/Meeting Date - 04/24/2000 - 05/29/2000 dated Apr. 17, 2000

Moffat Communications Limited

Interim Financial Statements for 06 mn period ended Feb. 29, 2000

Moira Partnership

Audited Annual Financial Statement Dec. 31, 1999

Monarch Development Corporation

Material Change Report - Other (Form 27) dated Apr. 12, 2000

Record Date/Meeting Date - May 17/00 - June 22/00 dated Apr. 17, 2000

Monogram Specialty Funds

Certificate of Mailing ** dated May 17, 1999

Montreal Trust Company of Canada

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

Mortice Kern Systems Inc.

Notice of Intent to Sell Securities (Form 23) dated Apr. 4, 2000

News Release - Stock Option Notice ** dated Apr. 3, 2000

News Release - Stock Option Notice ** dated Apr. 3, 2000

- News Release - Share/Stock/Debtenture Information ** dated Apr. 5, 2000
 News Release - Stock Option Notice ** dated Apr. 12, 2000
 News Release - Stock Option Notice ** dated Apr. 12, 2000
 News Release - Stock Option Notice ** dated Apr. 12, 2000
- Mosaic Travel & Tours Inc.**
 Material Change Report - Other (Form 27) dated Apr. 10, 2000
 News Release - Change of Directors/Officers** dated Apr. 6, 2000
- Mosaik Technologies Incorporated**
 Early Warning Report dated Apr. 12, 2000
 French Prospectus/AIF Receipt - Quebec dated Apr. 10, 2000
- Moss Resources Inc.**
 News Release - Agreement ** dated Apr. 10, 2000
- Motion International Inc.**
 Directors' Circular (Form 34) dated Apr. 11, 2000
 Certificate of Mailing ** dated Apr. 14, 2000
- Mount Real Corporation**
 Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Mar. 9, 2000
- Moxie Petroleum Ltd.**
 Preliminary Prospectus dated Apr. 13, 2000
 French Preliminary Prospectus dated Apr. 13, 2000
 Prospectus/AIF Receipt - Alberta dated Apr. 13, 2000
- MRRM Inc.**
 Annual Report Feb. 28, 1999
 Audited Annual Financial Statement Feb. 28, 1999
 Management Discussion and Analysis dated Feb. 28, 1999
 Annual Information Form dated Feb. 28, 1999
- MSI Energy Services Inc.**
 Certificate of Mailing ** dated Apr. 3, 2000
- MTW Solutions Online Inc.**
 Audited Annual Financial Statement Dec. 31, 1999
 Private Placement (Form 45-501F1) dated Mar. 15, 2000
 Information Circular/Proxy/Notice of Meeting - Other dated Mar. 31, 2000
- Mullen Transportation Inc.**
 Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Mar. 28, 2000
 Management Discussion and Analysis dated Dec. 31, 1999
- Multi-Asset, Multi-Style, Multi Global Equity RSP Pool**
 Simplified Prospectus and AIF dated Jan. 25, 1999
- Multi-Asset, Multi-Style, Multi-Manager Canadian Equity Pool**
 Simplified Prospectus and AIF dated Jan. 25, 1999
- Multi-Asset, Multi-Style, Multi-Manager Money Market Pool**
 Simplified Prospectus and AIF dated Jan. 25, 1999
- Multi-Asset, Multi-Style, Multi-Manager Overseas Equity Pool**
 Simplified Prospectus and AIF dated Jan. 25, 1999
- Multi-Asset, Multi-Style, Multi-Manager Pools, The**
 Simplified Prospectus and AIF dated Jan. 25, 1999
- Multi-Asset, Multi-Style, Multi-Manager US Equity Pool**
 Simplified Prospectus and AIF dated Jan. 25, 1999
- Multi-Asset, Multi-Style, Multi-Mgr Emerging Markets Equity**
 Simplified Prospectus and AIF dated Jan. 25, 1999
- Multiactive Software Inc.**
 Private Placement (Form 45-501F1) dated Mar. 24, 2000
 News Release - Progress Report ** dated Apr. 7, 2000
- Multiplex Technologies Inc.**
 Record Date/Meeting Date - 05/05/2000 - 06/16/2000 dated Apr. 12, 2000
 News Release - Advance Notice of AGM ** 06/16/2000 dated Apr. 11, 2000
- Mulvihill Capital Management Inc.**
 National Instrument 62-103 dated Apr. 10, 2000
- Municipal Bankers Corporation (1931) Limited**
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 11, 2000
 Adding Filing Jurs. dated Apr. 13, 2000
 Certificate of Mailing ** dated Apr. 13, 2000
 Amended Record Date/Meeting Date - April 4 / May 9 dated Apr. 13, 2000
 Record Date/Meeting Date - April 4/00 - May 9/00 dated Apr. 12, 2000
- My-Ritt Red Lake Gold Mines Limited**
 Notice of Intent to Sell Securities (Form 23) dated Mar. 27, 2000
- Naneco Minerals Ltd.**
 Amended Record Date/Meeting Date - April 17 / May 31 dated Apr. 11, 2000
- Nar Resources Ltd.**
 News Release - Stock Option Notice ** dated Apr. 7, 2000
- Nation Wide Resources Inc.**
 News Release - Issuer Bid ** dated Apr. 13, 2000
- National Bank of Canada**
 Application Pursuant to Section 263 of the Securities Act 405/00 dated Apr. 12, 2000
 French Prospectus/AIF Receipt - Quebec dated Apr. 11, 2000
 Prospectus/AIF Receipt - Sask. dated Apr. 10, 2000
 Prospectus/AIF Receipt - Newf. dated Apr. 13, 2000
 Prospectus/AIF Receipt - NS dated Apr. 10, 2000
- National Challenge Systems Inc.**
 Private Placement (Form 45-501F1) dated Mar. 21, 2000
- Navigator Exploration Corp.**
 News Release - Finances/New Financing** dated Apr. 14, 2000
- NB Captial Equity Fund, L.P.**
 Private Placement (Form 45-501F1) dated Mar. 17, 2000
- NCE Petrofund**
 Material Change Report - Other (Form 27) dated Apr. 11, 2000
 Record Date/Meeting Date - May 2 / June 6 dated Apr. 13, 2000
- Nelvana Limited**
 Early Warning Report dated Apr. 10, 2000
 News Release - Acquisition ** dated Apr. 12, 2000
- Net Nanny Software International Inc.**
 News Release - Stock Option Notice ** dated Apr. 17, 2000
- Nettron.com Inc.**
 News Release - Development-Land/Project/Product ** dated Apr. 13, 2000
- Networks North, Inc.**
 Takeover Bid Circular - Other - Cash dated Apr. 12, 2000
 Takeover Bid Circular - Other - Cash dated Apr. 12, 2000
- New Altamira Value Fund**
 Annual Information Form (Policy 5.10) dated Mar. 31, 2000
 Annual Report to Shareholders dated Dec. 31, 1999
- New Blue Ribbon Resources Ltd.**
 News Release - Assay Results ** dated Apr. 12, 2000
- New Coast Silver Mines Ltd.**
 News Release - Stock Option Notice ** dated Apr. 13, 2000
- New Inca Gold Ltd.**
 Revised Record Date/Meeting Date - April 10 / May 25 dated Apr. 14, 2000
- Newalta Corporation**
 Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Mar. 31, 2000
 Certificate of Mailing ** dated Apr. 14, 2000
 Certificate of Mailing ** dated Apr. 14, 2000
 Certificate of Mailing ** dated Apr. 14, 2000
- Newgrowth Corp.**
 News Release - Progress Report ** dated Apr. 14, 2000
 Record Date/Meeting Date - April 17/00 - May 18/00 dated Apr. 14, 2000
- Network Corp.**
 News Release - Share/Stock/Debtenture Information ** dated Mar. 20, 2000
- Newport Petroleum Corporation**
 Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 5, 2000
 Renewal Annual Information Form (NP 47) dated Apr. 5, 2000
 Record Date/Meeting Date - 04/05/2000 - 05/16/2000 dated Apr. 5, 2000
 News Release - Progress Report ** dated Apr. 10, 2000
 Prospectus/AIF Receipt - NS dated Apr. 13, 2000
 Prospectus/AIF Receipt - PEI dated Apr. 13, 2000
 Prospectus/AIF Receipt - Ontario dated Apr. 13, 2000
 Prospectus/AIF Receipt - Newf. dated Apr. 13, 2000
- Newsys Solutions Inc.**
 Private Placement (Form 45-501F1) dated Mar. 15, 2000
- Nexfor Inc.**
 French News Release - Advance Notice of AGM ** dated Apr. 12, 2000
 News Release - Progress Report ** dated Apr. 12, 2000
- Nexmedia Technologies Inc.**
 Audited Annual Financial Statement Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 14, 2000
 Report to Shareholders dated Dec. 31, 1999
 Certificate of Mailing ** dated Apr. 17, 2000

- Certificate of Mailing ** dated Apr. 17, 2000
Certificate of Mailing ** dated Apr. 17, 2000
- Nexsys Commtech International Inc**
Private Placement (Form 45-501F1) dated Mar. 7, 2000
- Nextel Partners Inc.**
Private Placement (Form 45-501F1) dated Mar. 7, 2000
- Nextel Partners, Inc.**
Private Placement (Form 45-501F1) dated Mar. 28, 2000
- Nexterra Property Group Inc.**
Record Date/Meeting Date - 05/15/2000 - 06/21/2000 dated Apr. 17, 2000
- NHC Communications Inc.**
Private Placement (Form 45-501F1) dated Mar. 22, 2000
- Niaski Environmental Inc.**
Record Date/Meeting Date - May 5/00 - June 9/00 dated Apr. 17, 2000
- Niko Resources Ltd.**
Report of Acquisition (Reg. S-101) dated Apr. 14, 2000
- Niku Corporation**
Private Placement (Form 45-501F1) dated Mar. 7, 2000
- Niocan Inc.**
News Release - Progress Report ** dated Apr. 17, 2000
- Noranda Inc.**
News Release - Development~ Land/Project/Product ** dated Apr. 17, 2000
- Nordex Explosives Ltd.**
Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Mar. 24, 2000
Management Discussion and Analysis dated Dec. 31, 1999
- Normabec Ltée. (Ressources Minières)**
French Certificate of Mailing ** dated Apr. 12, 2000
- Normiska Corporation**
Private Placement (Form 45-501F1) dated Mar. 23, 2000
Private Placement (Form 45-501F1) dated Mar. 23, 2000
- Norrep Inc.**
Prospectus/AIF Receipt - Alberta dated Apr. 13, 2000
- Norsat International Inc.**
Audited Annual Financial Statement Dec. 31, 1999
Management Discussion and Analysis dated Dec. 31, 1999
Information Circular/Proxy/Other dated Apr. 12, 2000
Material Change Report - Other (Form 27) dated Apr. 11, 2000
Material Change Report - Other (Form 27) dated Apr. 11, 2000
News Release - Progress Report ** dated Apr. 12, 2000
- Norstar Ventures Corp.**
IPO - Initial Public Offering dated Apr. 7, 2000
Prospectus dated Apr. 7, 2000
Prospectus/AIF Receipt - BC dated Apr. 7, 2000
- North American Detectors Inc.**
News Release - Rights Offering/Issue ** dated Apr. 12, 2000
- North American Medical Services, Inc.**
Record Date/Meeting Date - May 17/00 - June 29/00 dated Apr. 13, 2000
- Northern Hemisphere Development Corporation**
Annual Information Form (Policy 5.10) dated Apr. 10, 2000
- Northern Mountain Helicopters Group Inc.**
Certificate of Mailing ** dated Apr. 10, 2000
- Northern Orion Explorations Ltd.**
Material Change Report - Other (Form 27) dated Apr. 7, 2000
News Release - Progress Report ** dated Apr. 6, 2000
- Northern Telephone Limited**
Certificate of Mailing ** dated Apr. 10, 2000
Certificate of Mailing ** dated Apr. 10, 2000
Certificate of Mailing ** dated Apr. 10, 2000
- Northgate Exploration Limited**
Revised Record Date/Meeting Date - April 26 / June 1 dated Apr. 11, 2000
- Northland Power Income Fund**
Notice of Meeting ** dated Apr. 17, 2000
- Northrock Resources Ltd.**
Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 13, 2000
Management Discussion and Analysis dated Dec. 31, 1999
Notice of Meeting/Proxy dated Apr. 13, 2000
Material Change Report - Other (Form 27) dated Apr. 11, 2000
News Release - Progress Report ** dated Apr. 13, 2000
- Northstar Energy Corporation**
Audited Annual Financial Statement Dec. 31, 1999
Form 10-K Dec. 31, 1999
Management Discussion and Analysis dated Dec. 31, 1999
Selected Financial Data dated Dec. 31, 1999
- Nortran Pharmaceuticals Inc.**
Form 20F Nov. 30, 1999
Material Change Report - Other (Form 27) dated Apr. 11, 2000
Annual Information Form (Policy 5.10) dated Apr. 10, 2000
News Release - Finances/New Financing ** dated Apr. 14, 2000
- Norwall Group Inc**
Annual Report Dec. 25, 1999
Audited Annual Financial Statement Dec. 25, 1999
Annual Information Form (Policy 5.10) dated Mar. 30, 2000
Management Discussion and Analysis dated Dec. 25, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Mar. 30, 2000
- Norwest Financial Canada Company**
French Prospectus/Pricing-Supplement No.2 dated Aug. 9, 1999
French Prospectus/Pricing-Supplement No.7 dated Oct. 5, 1999
French Prospectus/Pricing-Supplement No.3 dated Aug. 13, 1999
French Prospectus/Pricing-Supplement No.1 dated June 4, 1999
French Prospectus/Pricing-Supplement No.4 dated Aug. 16, 1999
French Prospectus/Pricing-Supplement No.8 dated Nov. 19, 1999
French Prospectus/Pricing-Supplement No.5 dated Aug. 18, 1999
French Prospectus/Pricing-Supplement No.6 dated Sep. 17, 1999
Prospectus/Pricing-Supplement No.9 dated Mar. 14, 2000
- Norwest Financial Canada, Incorporated**
French Prospectus/AIF Receipt - Quebec dated Apr. 12, 2000
- Nova Chemicals Corporation**
Prospectus/AIF Receipt - Nunavut dated Apr. 7, 2000
News Release - Stock Option Notice ** dated Apr. 6, 2000
- Nova Scotia Power Inc.**
Interim Financial Statements for 12 mn period ended Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 11, 2000
Certificate of Mailing ** dated Mar. 29, 2000
Certificate of Mailing ** dated Apr. 3, 2000
- Novagold Resources Inc.**
Material Change Report - Other (Form 27) dated Apr. 6, 2000
- NovaWest Resources Inc.**
Certificate of Mailing ** dated Apr. 10, 2000
Certificate of Mailing ** dated Apr. 10, 2000
Certificate of Mailing ** dated Apr. 10, 2000
- Novopharm Biotech Inc.**
Material Change Report - Other (Form 27) dated Apr. 7, 2000
- Novus Telecom Group Inc.**
News Release - Share/Stock/Debtenture Information ** dated Apr. 7, 2000
- NQL Drilling Tools Inc.**
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 5, 2000
Certificate of Mailing ** dated Apr. 14, 2000
- The NRG Group Inc.**
Private Placement (Form 45-501F1) dated Mar. 29, 2000
- NS Power Holdings Inc.**
Annual Report Dec. 31, 1999
- NSI Communications Inc.**
News Release - Agreement ** dated Apr. 17, 2000
- Nuance Communications, Inc.**
Application Pursuant to Section 74(1) of the Securities Act 382/00 dated Apr. 6, 2000
- Nufort Resources Inc.**
Private Placement (Form 45-501F1) dated Feb. 21, 2000
- Nuinsco Resources Limited**
News Release - Assay Results ** dated Apr. 14, 2000
- Numac Energy Inc.**
Annual Report Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Mar. 24, 2000
- O A Group Inc.**
Record Date/Meeting Date - 05/10/2000 - 06/15/2000 dated Apr. 14, 2000
Prospectus/AIF Receipt - BC dated Apr. 11, 2000
- O&Y; Properties Corporation**
Record Date/Meeting Date - 05/18/2000 - 06/28/2000 dated Apr. 12, 2000
- O&Y; Properties Inc.**
Private Placement (Form 45-501F1) dated Mar. 27, 2000
- OCI Communications Inc.**
Private Placement (Form 45-501F1) dated Apr. 4, 2000
- Octane Energy Services Ltd.**
News Release - Merger ** dated Apr. 13, 2000
- Odyssey Resources Limited**
Preliminary Prospectus dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 17, 2000

Ogy Petroleum Ltd.

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 12, 2000
 Management Discussion and Analysis dated Dec. 31, 1999

Oiltec Resources Ltd.

Record Date/Meeting Date - April 18/00 - May 23/00 dated Apr. 17, 2000
 Amended Record Date/Meeting Date - April 18/00 - May 23/00 dated Apr. 17, 2000

Olympic Resources Ltd.

News Release - Progress Report ** dated Apr. 17, 2000

Olympus Pacific Minerals Inc.

News Release - Assay Results ** dated Apr. 11, 2000

Omax Resources Ltd.

News Release - Development - Land/Project/Product ** dated Apr. 12, 2000
 Record Date/Meeting Date - May 3/00 - June 21/00 dated Apr. 13, 2000

Onex Corporation

Audited Annual Financial Statement Dec. 31, 1999

Ontario.Hose Specialties Inc.

Record Date/Meeting Date - May 9/00 - June 27/00 dated Apr. 13, 2000

OnX Incorporated

Preliminary Prospectus dated Apr. 14, 2000
 Prospectus/AIF Receipt - Ontario dated Apr. 17, 2000

Optimal Robotics Corp.

News Release - Share/Stock/Debtenture Information ** dated Apr. 14, 2000

Optimum General Inc.

Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Mar. 30, 2000
 Management Discussion and Analysis dated Dec. 31, 1999

The Options Clearing Corporation

Form 8 dated Apr. 7, 2000

Opus Minerals Inc.

Record Date/Meeting Date - 05/08/2000 - 06/12/2000 dated Apr. 13, 2000

Opus360 Corporation

Ruling/Order/Reasons 276/00 dated Mar. 29, 2000

Orient Resources Inc.

Record Date/Meeting Date - May 12/00 - June 15/00 dated Apr. 14, 2000

Oriole Systems Inc.

Record Date/Meeting Date - May 3/00 - June 8/00 dated Apr. 13, 2000

Orvana Minerals Corp.

Early Warning Report dated Apr. 10, 2000
 Early Warning Report dated Apr. 10, 2000

OSC-RFC/33-107 Multilateral Instrument/Financial Planning P.

Association for Investment Management and Research Sub. for RFC dated Mar. 8, 2000

OSF Inc.

Application Pursuant to the Mutual Reliance Review System 387/00 dated Apr. 10, 2000

Osprey Energy Ltd.

Material Change Report - Other (Form 27) dated Apr. 14, 2000
 News Release - Letter of Intent ** dated Apr. 14, 2000

Otatco Inc.

Material Change Report - Other (Form 27) dated Apr. 13, 2000
 News Release - New Listing/Delisting ** dated Apr. 10, 2000

OTG Software, Inc.

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

Oxford Properties Group Inc.

Report of Acquisition (Reg. S-101) dated Apr. 10, 2000
 News Release - Agreement ** dated Apr. 13, 2000

P.A.I. SOURCE LTD.

Interim Financial Statements for 09 wk period ended Oct. 31, 1999

Pacific Amber Resources Ltd.

Record Date/Meeting Date - 05/15/2000 - 06/22/2000 dated Apr. 17, 2000

Pacific Bay Minerals Ltd.

News Release - Agreement ** dated Apr. 13, 2000

Pacific Cassiar Limited

Certificate of Mailing ** dated Apr. 17, 2000

Pacific Genesis Technologies Inc

Material Change Report - Other (Form 27) dated Apr. 13, 2000

Pacific Northwest Capital Corp.

News Release - Assay Results ** dated Apr. 12, 2000

Pacific Rodera Ventures Inc.

Audited Annual Financial Statement Nov. 30, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 12, 2000

Pacific Vangold Mines Ltd.

Record Date/Meeting Date - 05/09/2000 - 06/26/2000 dated Apr. 12, 2000

Pacifica Papers Inc.

Amended Report of Acquisition (Reg. S-101) dated Apr. 10, 2000
 Report of Acquisition (Reg. S-101) dated Apr. 10, 2000

PacWest Ventures Ltd.

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Mar. 28, 2000
 News Release - Progress Report ** dated Apr. 12, 2000
 News Release - Progress Report ** dated Apr. 12, 2000
 News Release - Progress Report ** dated Apr. 12, 2000
 News Release - Financial Statement/Operating Results ** dated Apr. 11, 2000
 News Release - Agreement ** dated Apr. 14, 2000

Paladin Labs Inc.

Prospectus/AIF Receipt - PEI dated Apr. 13, 2000
 Prospectus/AIF Receipt - Newf. dated Apr. 7, 2000
 French Prospectus/AIF Receipt - Quebec dated Apr. 11, 2000
 Prospectus/AIF Receipt - NS dated Apr. 11, 2000
 Prospectus/AIF Receipt - NB dated Apr. 11, 2000
 News Release - Technology Update ** dated Apr. 12, 2000

Pamlico Resources Ltd.

Material Change Report - Other (Form 27) dated Apr. 11, 2000
 Record Date/Meeting Date - 05/10/2000 - 06/19/2000 dated Apr. 12, 2000
 News Release - Legal Proceedings ** dated Apr. 11, 2000
 News Release - Share/Stock/Debtenture Information ** dated Apr. 12, 2000

Pan American Silver Corp.

News Release - Assay Results ** dated Apr. 17, 2000

PanAtlas Energy Inc.

News Release - Progress Report ** dated Apr. 13, 2000

Pangea Goldfields Inc.

News Release - Development - Land/Project/Product ** dated Apr. 12, 2000

Panoramic Care Systems, Inc.

News Release - Letter of Intent ** dated Apr. 12, 2000

Pantera Enterprises Inc.

Material Change Report - Other (Form 27) dated Apr. 13, 2000

Panterra Minerals Inc.

News Release - R.T.O. - Reverse Takeover ** dated Apr. 17, 2000

Pantorama Industries Inc.

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

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

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

Patchgear.com Inc.

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

News Release - Acquisition ** dated Apr. 3, 2000

Patent Enforcement and Royalties Ltd.

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

Private Placement (Form 20) dated Apr. 7, 2000
 Private Placement (Form 20) dated Apr. 7, 2000

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

Patricia Mining Corp.

Record Date/Meeting Date - May 9 / June 22 dated Apr. 12, 2000

Peace Arch Entertainment Group Inc.

Form 20F Aug. 31, 1999

Peachtree Network Inc.

News Release - Stock Option Notice ** dated Mar. 22, 2000

News Release - Progress Report ** dated Apr. 11, 2000

News Release - Share/Stock/Debtenture Information ** dated Apr. 17, 2000

PeakSoft Multinet Corp.

Annual Report Sep. 30, 1999
 Management Discussion and Analysis dated Sep. 30, 1999

Articles of Amendment dated Feb. 17, 1999

Pebecan Inc.

Record Date/Meeting Date - 05/08/2000 - 06/16/2000 dated Apr. 11, 2000

Pelangio-Larder Mines Limited

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 4, 2000

Pele Mountain Resources Inc.

Notice of Intent to Sell Securities (Form 23) dated Mar. 31, 2000

Pelorus Navigation Systems Inc.

Private Placement (Form 45-501F1) dated Mar. 8, 2000

Pemberton Energy Ltd.

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

Pembina Pipeline Income Fund

News Release - Progress Report ** dated Apr. 17, 2000

Pembroke Growth Fund

Private Placement (Form 45-501F1) dated Apr. 5, 2000

Penn West Petroleum Ltd.

Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999
Management Discussion and Analysis dated Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 12, 2000

People's Communications Inc.

Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Feb. 29, 2000

Perigee Inc.

Audited Annual Financial Statement Dec. 31, 1999
Notice of Meeting dated Apr. 13, 2000
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 13, 2000
Certificate of Mailing ** dated Apr. 17, 2000

Perle Systems Limited

Interim Financial Statements for 09 mn period ended Feb. 29, 2000
News Release - Change of Directors/Officers** dated Apr. 10, 2000
News Release - Progress Report ** dated Apr. 17, 2000

Peruvian Gold Limited

Record Date/Meeting Date - 05/03/2000 - 06/15/2000 dated Apr. 17, 2000
Record Date/Meeting Date - 05/03/2000 - 06/15/2000 dated Apr. 17, 2000

Petrobank Energy and Resources Ltd.

Material Change Report - Other (Form 27) dated Apr. 14, 2000
Material Change Report - Other (Form 27) dated Apr. 6, 2000
News Release - Share/Stock/Debenture Information ** dated Apr. 5, 2000

Petrock Ventures Inc.

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

Petrolex Energy Corp.

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

Petromin Resources Ltd

Prospectus/AIF Receipt - BC dated Apr. 11, 2000

Petrorep Resources Ltd.

Directors' Circular (Form 34) dated Apr. 11, 2000
Certificate of Mailing ** dated Apr. 12, 2000

PEYTO Exploration & Development Corp.

News Release - Progress Report ** dated Apr. 13, 2000

Philex Gold Inc.

Record Date/Meeting Date - 05/12/2000 - 06/20/2000 dated Apr. 17, 2000

Philip Services Corp.

Material Change Report - Other (Form 27) dated Apr. 17, 2000

Phoenix International Life Sciences Inc.

Application Pursuant to the Mutual Reliance Review System 407/00 dated Apr. 14, 2000

Phonetime Inc

Notice of Intent to Sell Securities (Form 23) dated Mar. 17, 2000
Private Placement (Form 45-501F1) dated Mar. 29, 2000

Pifher Resources Inc.

Change of Auditors (Policy 31) dated Mar. 21, 2000

Pinetree Capital Corp.

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

Pivotal Corporation

News Release - Agreement ** dated Apr. 12, 2000
News Release - Agreement ** dated Apr. 12, 2000
News Release - Progress Report ** dated Apr. 13, 2000
News Release - Progress Report ** dated Apr. 17, 2000

Place Resources Corporation

Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999
Annual Information Form (Policy 5.10) dated Apr. 17, 2000
Information Circular/Proxy/Notice of Meeting - Other dated Mar. 31, 2000
Management Discussion and Analysis dated Dec. 31, 1999

Plaintree Systems Inc.

Private Placement (Form 45-501F1) dated Apr. 3, 2000

Planetsafe Enviro Corporation

Audited Annual Financial Statement Oct. 31, 1999
Interim Financial Statements for 03 mn period ended Jan. 31, 2000

Plata Minerals Corp.

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

PLM Group Ltd.

Record Date/Meeting Date - May 12/00 - June 19/00 dated Apr. 17, 2000

Points North Digital Technologies, Inc.

Record Date/Meeting Date - 05/12/2000 - 06/28/2000 dated Apr. 17, 2000

Polar Innovative Capital Corp.

News Release - Progress Report ** dated Apr. 11, 2000

POPi Group Inc.

Audited Annual Financial Statement Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 7, 2000

Poseidon Minerals Ltd.

Cover Letter dated Apr. 14, 2000
Change of Auditors (Policy 31) dated Apr. 5, 2000

Power Corporation of Canada

Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
Management Discussion and Analysis
Information Circular/Proxy/Notice of Meeting - Other dated Mar. 31, 2000
Certificate of Mailing ** dated Apr. 17, 2000
Certificate of Mailing ** dated Apr. 17, 2000
Certificate of Mailing ** dated Apr. 17, 2000
News Release - Finances/New Financing ** dated Apr. 13, 2000
French News Release - Progress Report ** dated Apr. 13, 2000

Power Financial Corporation

Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Mar. 31, 2000
Management Discussion and Analysis dated Dec. 31, 1999
Certificate of Mailing ** dated Apr. 17, 2000
Certificate of Mailing ** dated Apr. 17, 2000
Certificate of Mailing ** dated Apr. 17, 2000

Powerhouse Energy Corporation

Record Date/Meeting Date - 05/12/2000 - 06/19/2000 dated Apr. 17, 2000

Powertech Industries Inc.

Material Change Report - Other (Form 27) dated Apr. 17, 2000
News Release - Agreement ** dated Apr. 17, 2000

Precision Drilling Corporation

News Release - Contract ** dated Apr. 12, 2000

Prima Developments Ltd.

Material Change Report - Other (Form 27) dated Apr. 7, 2000
News Release - Stock Option Notice ** dated Apr. 12, 2000

PrimeWest Energy Trust

Prospectus/AIF Receipt - Sask. dated Apr. 14, 2000
Prospectus/AIF Receipt - Manitoba dated Apr. 13, 2000
Prospectus/AIF Receipt - NS dated Apr. 13, 2000
Prospectus/AIF Receipt - Newf. dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 12, 2000

Primex Forest Products Ltd.

News Release - Financial Statement/Operating Results ** dated Apr. 17, 2000

Primo Resources International Inc.

News Release - Progress Report ** dated Apr. 17, 2000

Prince William Partnership

Audited Annual Financial Statement Dec. 31, 1999

Prism Equities Inc.

Annual Report Nov. 30, 1999
Audited Annual Financial Statement Nov. 30, 1999
Management Discussion and Analysis dated Nov. 30, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 7, 2000

Prism Resources Inc.

Record Date/Meeting Date - 05/12/2000 - 06/19/2000 dated Apr. 17, 2000

Prize Energy Inc.

Notice of Intention to Make an Issuer Bid (Form 31) dated Apr. 10, 2000
News Release - Share/Stock/Debenture Information ** dated Apr. 13, 2000

Proam Explorations Corporation

Record Date/Meeting Date - 05/15/2000 - 06/26/2000 dated Apr. 17, 2000

Procyon Biopharma Inc.

News Release - Letter of Intent ** dated Apr. 13, 2000
French News Release - Letter of Intent ** dated Apr. 13, 2000

The Prospectus Group Inc.

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 5, 2000
News Release - Share/Stock/Debenture Information ** dated Apr. 14, 2000
Letter to Shareholders ** dated Apr. 14, 2000
Certificate of Mailing ** dated Apr. 14, 2000

PROTECTOR INDUSTRIES LTD.

News Release - Progress Report ** dated Apr. 13, 2000

PRT Forest Regeneration Income Fund

Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999
Management Discussion and Analysis dated Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Mar. 17, 2000

Prudential Steel Ltd.

Early Warning Report dated Apr. 10, 2000

Pulse Data Inc.

Record Date/Meeting Date - May 10/00 - June 15/00 dated Apr. 13, 2000

Purcell Energy Ltd.

Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 3, 2000
Management Discussion and Analysis dated Dec. 31, 1999
News Release - Financial Statement/Operating Results ** dated Apr. 14, 2000

Pure Gold Minerals Inc.

News Release - Development~Land/Project/Product ** dated Apr. 10, 2000
News Release - Acquisition ** dated Apr. 13, 2000

Pure Lean Incorporated

Preliminary Prospectus dated Apr. 13, 2000
IPO - Initial Public Offering dated Apr. 13, 2000
Prospectus/AIF Receipt - Alberta dated Apr. 14, 2000

Putnam Canadian Global Trusts

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

Q I Technologies Corp.

News Release - Share/Stock/Debenture Information ** dated Apr. 13, 2000

QCC Technologies Inc.

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 5, 2000

QLT Phototherapeutics Inc.

Form 10-K Dec. 31, 1999
Material Change Report - Other (Form 27) dated Apr. 12, 2000
Initial Annual Information Form (NP 47) dated Mar. 27, 2000
News Release - Progress Report ** dated Apr. 14, 2000
News Release - Agreement ** dated Apr. 17, 2000

Qnetix Inc.

Audited Annual Financial Statement Jan. 31, 2000
Management Discussion and Analysis dated Jan. 31, 2000
Rights Offering dated Apr. 10, 2000
Prospectus/AIF Receipt - British Columbia dated Apr. 13, 2000
Prospectus/AIF Receipt - Alberta dated Apr. 13, 2000
News Release - Share/Stock/Debenture Information ** dated Apr. 6, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 13, 2000

Quaker Oats Company ,The

Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
Form 10-K Dec. 31, 1999
Management Discussion and Analysis dated Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 3, 2000

Quarry Capital Corp.

News Release - Change of Directors/Officers** dated Apr. 12, 2000

Queenston Mining Inc.

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

Quest Software, Inc.

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

Questor Technology Inc.

News Release - Change of Directors/Officers** dated Apr. 10, 2000

Radar Acquisitions Corp.

News Release - Change of Directors/Officers** dated Apr. 13, 2000

Radiant Energy Corporation

Annual Report Oct. 31, 1999
Audited Annual Financial Statement Oct. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Mar. 20, 2000
Management Discussion and Analysis dated Oct. 31, 1999

Raider Resources Ltd.

Certificate of Mailing ** dated Apr. 11, 2000

Rampart Mercantile Inc.

Material Change Report - Other (Form 27) dated Apr. 12, 2000
Private Placement (Form 45-501F1) dated Apr. 5, 2000

Random Eye Technologies, Inc.

Private Placement (Form 45-501F1) dated Mar. 9, 2000
Private Placement (Form 45-501F1) dated Mar. 9, 2000
Private Placement (Form 45-501F1) dated Mar. 20, 2000

Range Petroleum Corporation

News Release - Share/Stock/Debenture Information ** dated Mar. 20, 2000

Ranger Oil Limited

Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
Management Discussion and Analysis dated Dec. 31, 1999

Rapidfire Resources Ltd

Certificate of Mailing ** dated Mar. 9, 2000

RAYSTAR ENTERPRISES LTD.

Record Date/Meeting Date - May 10/00 - June 19/00 dated Apr. 14, 2000

RBC Dominion Securities Inc.

Ruling/Order/Reasons 262/00 dated Mar. 14, 2000

Real Resources Inc.

Certificate of Mailing ** dated Apr. 10, 2000
Certificate of Mailing ** dated Apr. 10, 2000
Certificate of Mailing ** dated Apr. 10, 2000

Red Emerald Resource Corp.

News Release - Advance Notice of AGM ** dated Apr. 14, 2000

Redfern Resources Ltd.

Record Date/Meeting Date - 03/20/2000 - 05/04/2000 dated Mar. 7, 2000
News Release - Advance Notice of AGM ** dated Apr. 17, 2000

Redhawk Resources Inc.

News Release - Option Agreements-Relinquished/Acquired ** dated Apr. 12, 2000

Redstar Resources Corp.

News Release - Progress Report ** dated Apr. 13, 2000

Regeena Resources Inc.

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

Reliance Services Group Ltd.

Material Change Report - Other (Form 27) dated Apr. 13, 2000

Renata Resources Inc.

Annual Report Dec. 31, 1999
Corrected Management Discussion and Analysis dated Dec. 31, 1999

Repadre Capital Corporation

Early Warning Report dated Apr. 10, 2000

Republic Goldfields Inc.

Record Date/Meeting Date - 05/10/2000 - 06/22/2000 dated Apr. 11, 2000

REQUEST SEISMIC SURVEYS LTD.

Private Placement (Form 45-501F1) dated Mar. 9, 2000
Amended Record Date/Meeting Date - April 6 / May 24 dated Apr. 12, 2000
Amended Record Date/Meeting Date - April 6 / May 25 dated Apr. 11, 2000

Research In Motion Limited

News Release - Progress Report ** dated Apr. 11, 2000

Reserve Royalty Corporation

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

Revenue Properties Company Limited

Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
Management Discussion and Analysis dated Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 10, 2000
Report of Acquisition (Reg. S-101) dated Apr. 10, 2000

RG Properties Ltd.

News Release - Advance Notice of AGM ** dated Apr. 13, 2000
Record Date/Meeting Date - May 16/00 - June 22/00 dated Apr. 17, 2000

Richelieu Hardware Ltd.

Annual Information Form (Policy 5.10) dated Apr. 17, 2000

Richmont Mines Inc.

Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999
Management Discussion and Analysis dated Dec. 31, 1999

Certificate of Mailing ** dated Apr. 5, 2000

Certificate of Mailing ** dated Apr. 5, 2000

Ridgepoint Mineral Corporation

Certificate of Mailing ** dated Apr. 12, 2000
Certificate of Mailing ** dated Apr. 12, 2000
Certificate of Mailing ** dated Apr. 12, 2000

Ridgeway Petroleum Corp.

News Release - Development~Land/Project/Product ** dated Apr. 12, 2000

Ridley Inc.

News Release - Change of Directors/Officers** dated Apr. 13, 2000

Rift Resources Ltd.

Record Date/Meeting Date - May 8/00 - June 21/00 dated Apr. 10, 2000

RightsMarket.com Inc.

Prospectus dated Apr. 14, 2000
Prospectus/AIF Receipt - Alberta dated Apr. 14, 2000
Notice of Final Prospectus dated Apr. 17, 2000

Rio Fortuna Exploration Corp.

Material Change Report - Other (Form 27) dated Apr. 13, 2000
News Release - Agreement ** dated Apr. 13, 2000

River Gold Mines Ltd.

Early Warning Report dated Apr. 10, 2000

Riverdeep Interactive Learning

Private Placement (Form 45-501F1) dated Mar. 10, 2000

RJK Explorations Ltd.

News Release - Development~Land/Project/Product ** dated Apr. 12, 2000

Roadking Travel Centres Inc.

Record Date/Meeting Date - 05/09/2000 - 06/14/2000 dated Apr. 12, 2000

Robex Resources Inc.

Record Date/Meeting Date - 05/16/2000 -
06/27/2000 dated Apr. 12, 2000

Rock Resources Inc.

Interim Financial Statements for 09 mn period
ended Feb. 29, 2000

RocRaven Resources Ltd.

Audited Annual Financial Statement Nov. 30,
1999

Information Circular/Proxy/Notice of Meeting -
Other dated Mar. 31, 2000

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

Roctest Ltd.

Audited Annual Financial Statement Dec. 31,
1999

Annual Report Dec. 31, 1999

Management Discussion and Analysis dated Dec.
31, 1999

Information Circular/Proxy/Notice of Meeting -
Other dated Apr. 3, 2000

Romios Gold Resources Inc.

Material Change Report - Other (Form 27) dated
Apr. 12, 2000

Notice of Intent to Sell Securities (Form 23) dated
Mar. 31, 2000

Notice of Intent to Sell Securities (Form 23) dated
Mar. 31, 2000

News Release - Development~
Land/Project/Product ** dated Apr. 14, 2000

RoNa Inc.

French Annual Information Form (Policy 5.10)
dated Dec. 31, 1999

Roxi Capital Corp.

Information Circular/Proxy/Notice of Meeting -
Other dated Apr. 12, 2000

Royal Balanced Fund

Application dated Apr. 11, 2000

Royal Balanced Growth Fund

Application dated Apr. 11, 2000

Royal Canadian Equity Fund

Application dated Apr. 11, 2000

Royal Group Technologies Limited

Waiver Letter - PEI dated Apr. 10, 2000

Prospectus/Pricing-Supplement No.1 dated Apr.
10, 2000

Short Form Prospectus dated Apr. 7, 2000

News Release - Finances/New Financing ** dated
Apr. 13, 2000

Prospectus/AIF Receipt - PEI dated Apr. 11, 2000

French Prospectus/AIF Receipt - Quebec dated
Apr. 10, 2000

Prospectus/AIF Receipt - NS dated Apr. 10, 2000

Prospectus/AIF Receipt - NB dated Apr. 10, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 10,
2000

Royal Host Real Estate Investment Trust

News Release ** Distribution dated Apr. 17, 2000

Royal Mutual Funds Inc.

Application dated Apr. 11, 2000

Royal Standard Minerals Inc.

Material Change Report - Other (Form 27) dated
Apr. 6, 2000

Material Change Report - Other (Form 27) dated
Mar. 30, 2000

Material Change Report - Other (Form 27) dated
Aug. 30, 1999

Material Change Report - Other (Form 27) dated
Feb. 23, 2000

Material Change Report - Other (Form 27) dated
Mar. 10, 1999

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

Material Change Report - Other (Form 27) dated
Dec. 30, 1999

Material Change Report - Other (Form 27) dated
Aug. 11, 1999

Russel Metals Inc.

Early Warning Report dated Apr. 10, 2000

Russell Group/Canadian Equity Fund

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

Private Placement (Form 45-501F1) dated Mar.
15, 2000

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

Private Placement (Form 45-501F1) dated Mar.
15, 2000

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

Russell Group/Canadian Fixed Income Fund

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

Private Placement (Form 45-501F1) dated Mar.
15, 2000

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

Private Placement (Form 45-501F1) dated Mar.
16, 2000

Russell Group/Global Equity Fund

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

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

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

Private Placement (Form 45-501F1) dated Mar.
15, 2000

Russell Group/Overseas Equity Fund

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

Russell Group/U.S. Equity Fund

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

Russell Lifepoints Achievement Fund

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

Private Placement (Form 45-501F1) dated Mar.
15, 2000

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

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

Private Placement (Form 45-501F1) dated Mar.
15, 2000

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

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

Private Placement (Form 45-501F1) dated Mar.
16, 2000

Russell Lifepoints Opportunity Fund

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

Private Placement (Form 45-501F1) dated Mar.
16, 2000

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

Private Placement (Form 45-501F1) dated Mar.
15, 2000

Russell Lifepoints Progress Fund

Private Placement (Form 45-501F1) dated Mar. 15, 2000
 Private Placement (Form 45-501F1) dated Mar. 15, 2000
 Private Placement (Form 45-501F1) dated Mar. 14, 2000
 Private Placement (Form 45-501F1) dated Mar. 15, 2000
 Private Placement (Form 45-501F1) dated Mar. 14, 2000
 Private Placement (Form 45-501F1) dated Mar. 14, 2000
 Private Placement (Form 45-501F1) dated Mar. 14, 2000
 Private Placement (Form 45-501F1) dated Mar. 15, 2000
 Private Placement (Form 45-501F1) dated Mar. 15, 2000
 Private Placement (Form 45-501F1) dated Mar. 16, 2000
 Private Placement (Form 45-501F1) dated Mar. 15, 2000
 Private Placement (Form 45-501F1) dated Mar. 16, 2000

SACO SmartVision Inc.

Amended Record Date/Meeting Date - April 14/00 - May 31/00 dated Apr. 17, 2000

Safe Environment Engineering Canada Inc.

News Release - Development - Land/Project/Product ** dated Apr. 17, 2000

Sage High Yield Debit Trust

Report of Acquisition (Reg. S-101) dated Apr. 10, 2000

Samuel Manu-Tech Inc.

News Release - Change of Directors/Officers** dated Apr. 17, 2000

San Telmo Resources Ltd.

Initial Annual Information Form (NP 47) dated Apr. 13, 2000

Saskatchewan Wheat Pool

News Release - Change of Directors/Officers** dated Apr. 14, 2000

Sat-Tel Corporation

Interim Financial Statements for 06 mn period ended Feb. 29, 2000

Saxon Gold Corp.

News Release - Share/Stock/Debtenture Information ** dated Apr. 11, 2000

Scaffold Connection Corporation

News Release - Progress Report ** dated Apr. 13, 2000

Record Date/Meeting Date - 05/12/2000 - 06/21/2000 dated Apr. 17, 2000

Sceptre Investment Counsel Limited

Annual Information Form (Policy 5.10) dated Mar. 27, 2000

Schneider Corporation

Report of Acquisition (Reg. S-101) dated Apr. 10, 2000

Scimitar Hydrocarbons Corporation

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 7, 2000
 Management Discussion and Analysis dated Dec. 31, 1999
 News Release - Financial Statement/Operating Results ** dated Apr. 12, 2000

Scorpio Mining Corporation

News Release - Assay Results ** dated Apr. 17, 2000

Scotia Canadian Balanced Fund

Form 38 dated Mar. 30, 2000

Scotia Canadian Blue Chip Fund

Form 38 dated Mar. 30, 2000

Scotia Canadian Dividend Fund

Form 38 dated Mar. 30, 2000

Scotia Canadian Income Fund

Form 38 dated Mar. 30, 2000

Scotia Canadian Mid-Large Cap Fund

Form 38 dated Mar. 30, 2000

Scotia Canadian Short-Term Income Fund

Form 38 dated Mar. 30, 2000

Scotia Canadian Small Cap Fund

Form 38 dated Mar. 30, 2000

Scotia Canadian Stock Index Fund

Form 38 dated Mar. 30, 2000

Scotia CanAm U.S. \$ Income Fund

Form 38 dated Mar. 30, 2000

Scotia Cassels Investment Counsel Limited

Form 38 dated Mar. 30, 2000

SCS Solars Computing Systems Inc.

Amended Record Date/Meeting Date - April 14 / May 30 dated Apr. 14, 2000

News Release - Contract ** dated Apr. 17, 2000

Scyther Corporation

Record Date/Meeting Date - May 3/00 - June 8/00 dated Apr. 12, 2000

Seahawk Minerals Ltd.

News Release - Progress Report ** dated Apr. 13, 2000

Record Date/Meeting Date - May 9/00 - June 15/00 dated Apr. 14, 2000

Search Energy Corp.

Amended Report of Acquisition (Reg. S-101) dated Feb. 15, 2000

Sears Canada Inc.

News Release - Financial Statement/Operating Results ** dated Apr. 17, 2000

News Release - Dividend Announced ** dated Apr. 17, 2000

Selectica, Inc.

Private Placement (Form 45-501F1) dated Mar. 3, 2000

Self Trade SA

Private Placement (Form 45-501F1) dated Mar. 20, 2000

Senco Sensors Inc.

Audited Annual Financial Statement Nov. 30, 1999

Sentex Systems Ltd.

Record Date/Meeting Date - April 30/00 - June 15/00 dated Apr. 13, 2000

Sextant Entertainment Group Inc.

Record Date/Meeting Date - May 9/00 - June 13/00 dated Apr. 14, 2000

Shampan Lampport Holdings Limited

News Release - Progress Report ** dated Mar. 21, 2000

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

Shaw Communications Inc.

Short Form Prospectus dated Apr. 4, 2000
 French Prospectus/AIF Receipt - Quebec dated Apr. 14, 2000

 SHEAR MINERALS LTD.

Certificate of Mailing ** dated Apr. 11, 2000

Sheer Energy Inc.

Record Date/Meeting Date - May 9/00 - June 15/00 dated Apr. 14, 2000

Shenandoah Resources Ltd.

Amended Record Date/Meeting Date - April 17/00 - May 31/00 dated Mar. 23, 2000

Sherwood Petroleum Ltd.

Audited Annual Financial Statement Nov. 30, 1999

Notice of Meeting/ Proxy dated Apr. 14, 2000

Change of Auditors (Policy 31) dated Apr. 10, 2000

Material Change Report - Other (Form 27) dated Apr. 12, 2000

News Release - Change of Auditors ** dated Apr. 10, 2000

News Release - Advance Notice of AGM ** dated Apr. 7, 2000

News Release - Advance Notice of AGM ** dated Apr. 7, 2000

Shiningbank Energy Income Fund

Prospectus/AIF Receipt - New Brunswick dated Apr. 14, 2000

Shirmax Fashions Ltd.

News Release - Financial Statement/Operating Results ** dated Apr. 13, 2000

Amended Record Date/Meeting Date - May 2 / June 6 dated Apr. 13, 2000

Shore Gold Inc.

Material Change Report - Other (Form 27) dated Apr. 3, 2000

SiberCore Technologies Incorporated

Private Company Gone Public ** dated Mar. 22, 2000

Sideware Systems Inc.

Record Date/Meeting Date - May 17/00 - June 28/00 dated Apr. 13, 2000

Sierra Nevada Gold Ltd.

Audited Annual Financial Statement Nov. 30, 1999

Sierra Systems Group Inc.

Prospectus/AIF Receipt - Newf. dated Apr. 13, 2000

Prospectus/AIF Receipt - BC dated Apr. 5, 2000
 Prospectus/AIF Receipt - NS dated Apr. 5, 2000

Sierra Wireless, Inc.

Preliminary Prospectus dated Apr. 12, 2000
 Prospectus/AIF Receipt - BC dated Apr. 12, 2000

Prospectus/AIF Receipt - NS dated Apr. 12, 2000
 Prospectus/AIF Receipt - Newf. dated Apr. 12, 2000

French Prospectus/AIF Receipt - Quebec dated Apr. 12, 2000

Signalgene Inc.

Audited Annual Financial Statement Dec. 31, 1999

Signature Energy Corp.

News Release - Merger ** dated Apr. 12, 2000

Sikaman Gold Resources Ltd.

News Release - Progress Report ** dated Apr. 17, 2000

News Release - Progress Report ** dated Apr. 13, 2000

Silver Eagle Resources Ltd.

Material Change Report - Other (Form 27) dated Apr. 13, 2000

News Release - Development - Land/Project/Product ** dated Apr. 13, 2000

Silver Standard Resources Inc.

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Management Discussion and Analysis dated Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 6, 2000

Certificate of Mailing ** dated Apr. 14, 2000

Certificate of Mailing ** dated Apr. 14, 2000

Certificate of Mailing ** dated Apr. 17, 2000

Certificate of Mailing ** dated Apr. 14, 2000

Silverado Gold Mines Ltd.

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

Silverarrow Explorations Inc.

Material Change Report - Other (Form 27) dated Apr. 12, 2000

Silverstone Resources Ltd.

News Release - Advance Notice of AGM ** dated Apr. 13, 2000

Simmonds Capital Limited

Report of Acquisition (Reg. S-101) dated Feb. 10, 1999
 Report of Acquisition (Reg. S-101) dated Apr. 10, 2000
 News Release - Progress Report ** dated Apr. 12, 2000

Sirit Technologies Inc.

News Release - Financial Statement/Operating Results ** dated Apr. 11, 2000

Skyjack Inc.

News Release - Financial Statement/Operating Results ** dated Apr. 17, 2000

Skymore Resources Inc.

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

Skypoint Telecom Fund

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

Slam Exploration Ltd.

News Release - New Listing/Delisting ** dated Feb 16, 2000
 News Release - Development~Land/Project/Product ** dated Feb. 24, 2000
 News Release - Development~Land/Project/Product ** dated Mar. 27, 2000
 News Release - Assay Results ** dated Apr. 6, 2000

SLMsoft.com Inc.

News Release ** Conversion of Promissory Note dated Apr. 5, 2000

Slocan Forest Products Ltd.

Renewal Annual Information Form (NP 47) dated Mar 7, 2000

SMC Equity Partners 2000 Fund

Private Placement (Form 20) dated Feb. 29, 2000

Snow Leopard Resources Inc.

Record Date/Meeting Date - 05/11/2000 - 06/30/2000 dated Apr. 12, 2000
 News Release - Share/Stock/Debtenture Information ** dated Apr. 14, 2000

Snowfield Resources Ltd.

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

Soci,t, en Commandite Galil,e

French Certificate of Mailing ** dated Apr. 12, 2000

SoftCare EC.com Inc.

News Release - Agreement ** dated Apr. 13, 2000

SoftKey Software Products Inc.

Early Warning Report dated Apr. 10, 2000

Soho Resources Corp.

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

Solect Technology Group Inc.

Private Placement (Form 45-501F1) dated Mar. 10, 2000
 Private Placement (Form 45-501F1) dated Mar. 10, 2000
 Ruling/Order/Reasons 247/00 dated Mar. 29, 2000

Sonor Investments Limited

Record Date/Meeting Date - May 12/00 - June 26/00 dated Apr. 12, 2000

South Atlantic Resources Ltd.

Material Change Report - Other (Form 27) dated Apr. 12, 2000

News Release - Development~Land/Project/Product ** dated Apr. 13, 2000

South-Malartic Exploration Inc.

French Supplement to Information Circular/Proxy/Notice of Meeting - Ot dated Apr. 6, 2000

French Certificate of Mailing ** dated Apr. 11, 2000

Southern Pacific Development Corp.

News Release - Finances/New Financing ** dated Apr. 13, 2000
 News Release - Change of Directors/Officers** dated Apr. 17, 2000

SouthernEra Resources Limited

News Release - Agreement ** dated Apr. 11, 2000

Southward Energy Ltd.

Audited Annual Financial Statement Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31, 1999

Southwestern Gold Corporation

Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31, 1999
 Certificate of Mailing ** dated Apr. 12, 2000

Sovereign Chief Ventures Ltd.

News Release - Development~Land/Project/Product ** dated Apr. 11, 2000
 News Release - Agreement ** dated Apr. 12, 2000

Sparta Capital Ltd.

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

Spartacus Capital Inc.

News Release - Acquisition ** dated Apr. 13, 2000

Sparton Resources Inc.

Record Date/Meeting Date - 05/08/2000 - 06/12/2000 dated Apr. 11, 2000

Spearhead Resources Inc

Record Date/Meeting Date - May 10/00 - June 14/00 dated Apr. 14, 2000

Spectra Inc.

Notice of Intent to Sell Securities (Form 23) dated Mar. 27, 2000

Notice of Intent to Sell Securities (Form 23) dated Mar. 27, 2000

Spectral Diagnostics Inc.

Private Placement (Form 45-501F1) dated Mar. 17, 2000
 News Release - Stock Option Notice ** dated Apr. 13, 2000

SPEK Fun System inc.

French Prospectus Material dated Mar. 29, 1999

Spider Resources Inc.

Record Date/Meeting Date - May 9/00 - June 29/00 dated Apr. 13, 2000

Spokane Resources Ltd.

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

Sports Technologies Group Inc.

Record Date/Meeting Date - May 17/00 - June 29/00 dated Apr. 12, 2000

Sportscene Restaurants Inc.

Interim Financial Statements for 26 wk period ended Feb. 27, 2000
 News Release - Financial Statement/Operating Results ** dated Apr. 17, 2000

Spur Ventures Inc.

Record Date/Meeting Date - May 16/00 - June 22/00 dated Apr. 17, 2000

St Elias Mines Ltd

Interim Financial Statements for 09 mn period ended Feb. 29, 2000

St. Eugene Mining Corporation Limited

(non-personal liability)
 Record Date/Meeting Date - 05/12/2000 - 06/28/2000 dated Apr. 14, 2000

St. Laurent Paperboard Inc.

Application 391/00 dated Apr. 11, 2000

Stacey Investment Limited Partnership

Private Placement (Form 20) dated Mar. 13, 2000

Stackpole Limited

Certificate of Mailing ** dated Apr. 11, 2000
 Certificate of Mailing ** dated Apr. 11, 2000
 Certificate of Mailing ** dated Apr. 11, 2000

Standard Mining Corporation

News Release - Share/Stock/Debtenture Information ** dated Apr. 5, 2000

Starcore Resources Ltd.

Prospectus/AIF Receipt - BC dated Apr. 11, 2000

Starfield Resources Inc.

Material Change Report - Other (Form 27) dated Apr. 13, 2000

Starpoint Goldfields Inc.

Audited Annual Financial Statement Oct. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Mar. 24, 2000

Material Change Report - Other (Form 27) dated Apr. 17, 2000

News Release - Change of Directors/Officers** dated Apr. 14, 2000

Startech Energy Inc.

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

Stealth Mining Corporation

Audited Annual Financial Statement Nov. 30, 1999

Steeplejack Industrial Group Inc.

Issuer Bid Filing dated Apr. 7, 2000

Stirling International Asset Management

News Release - Change of Directors/Officers** dated Mar. 22, 2000

Stirrup Creek Gold Ltd.

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

StonePoint Group Limited

Record Date/Meeting Date - April 10/00 - May 29/00 dated Apr. 17, 2000

Stratacom Technology Inc.

Material Change Report - Other (Form 27) dated Apr. 13, 2000

Strategic Exploration (STREX) Inc.

Audited Annual Financial Statement Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1998
 Annual Report Dec. 31, 1999

Interim Financial Statements for 06 mn period ended June 30, 1999

Interim Financial Statements for 09 mn period ended Sep. 30, 1999

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

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 7, 2000

French Certificate of Mailing ** dated Apr. 14, 2000

Strathmore Resources Ltd.

Certificate of Mailing ** dated Apr. 13, 2000

Stratos Global Corporation

Audited Annual Financial Statement Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Mar. 20, 2000

StressGen Biotechnologies Corp.
Private Placement (Form 45-501F1) dated Mar. 10, 2000

Sultan Minerals Inc.
Correction Letter dated Apr. 12, 2000
News Release - Stock Option Notice ** dated Apr. 14, 2000

Summit Resources Limited
Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
Management Discussion and Analysis dated Dec. 31, 1999
Annual Information Form (Policy 5.10) dated Mar. 15, 2000
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 12, 2000
Record Date/Meeting Date - 05/08/2000 - 06/14/2000 dated Apr. 13, 2000
Certificate of Mailing ** dated Apr. 17, 2000
Certificate of Mailing ** dated Apr. 17, 2000
Certificate of Mailing ** dated Apr. 17, 2000
News Release - Progress Report ** dated Apr. 12, 2000

Summo Minerals Corporation
Annual Report Dec. 31, 1999
Audited Annual Financial Statement Dec. 31, 1999
News Release - Financial Statement/Operating Results ** dated Apr. 17, 2000

Sun Life Assurance Company
Private Placement (Form 45-501F1) dated Mar. 14, 2000
Private Placement (Form 45-501F1) dated Mar. 14, 2000

Sun Life Assurance Company of Canada
Private Placement (Form 45-501F1) dated Mar. 31, 2000
Private Placement (Form 45-501F1) dated Mar. 31, 2000
Ruling/Order/Reasons 164/00 dated Apr. 11, 2000

The Sun Life Employee Stock Fund
Application for Relief Pursuant to National Policy 12-201 400/00 dated Apr. 12, 2000

Sun Life Financial Services of Canada Inc.
Ruling/Order/Reasons 164/00 dated Apr. 11, 2000

SunBlush Technologies Corporation
News Release - Acquisition ** dated Apr. 12, 2000

Sunday Communications Limited
Private Placement (Form 45-501F1) dated Mar. 15, 2000

Sunfire Energy Corporation
Annual Report Dec. 31, 1999
Change of Auditors (Policy 31) dated Apr. 4, 2000
Management Discussion and Analysis dated Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 10, 2000

Suzu Shier Limited
Record Date/Meeting Date - May 9/00 - June 14/00 dated Apr. 14, 2000

Switchboard Incorporated
Private Placement (Form 45-501F1) dated Mar. 13, 2000
Private Placement (Form 45-501F1) dated Mar. 13, 2000

Symantec Corporation
News Release - Development - Land/Project/Product ** dated Apr. 11, 2000

SYMC RESOURCES LIMITED
News Release - Agreement ** dated Apr. 13, 2000

Symplex Communications Corporation
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 17, 2000
Certificate of Mailing ** dated Apr. 17, 2000
Certificate of Mailing ** dated Apr. 17, 2000

Syner-Seis Technologies Inc.
Record Date/Meeting Date - 05/08/2000 - 06/20/2000 dated Apr. 17, 2000

Synergy Extreme Canadian Equity Fund
Simplified Prospectus and AIF dated Apr. 10, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 11, 2000

Synergy Extreme Funds
Simplified Prospectus and AIF dated Apr. 10, 2000
French Simplified Prospectus and AIF dated Apr. 10, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 11, 2000
Prospectus/AIF Receipt - Newf. dated Apr. 11, 2000
Prospectus/AIF Receipt - NWT dated Apr. 11, 2000
Prospectus/AIF Receipt - NS dated Apr. 11, 2000
Prospectus/AIF Receipt - PEI dated Apr. 12, 2000
Prospectus/AIF Receipt - NB dated Apr. 11, 2000

Synex International Inc.
News Release - Sales of Assets ** dated Apr. 14, 2000

Syscan International Inc.
Private Placement (Form 45-501F1) dated Mar. 30, 2000

T & H Resources Ltd.
Record Date/Meeting Date - May 5/00 - June 19/00 dated Apr. 17, 2000

Tajzha Ventures Ltd.
Record Date/Meeting Date - May 10/00 - June 15/00 dated Apr. 14, 2000

Talisman Energy Inc.
Prospectus/Pricing-Supplement dated Apr. 10, 2000
Prospectus/AIF Receipt - Saskatchewan dated Apr. 17, 2000
Prospectus/AIF Receipt - Newf. dated Apr. 12, 2000
Prospectus/AIF Receipt - NB dated Apr. 12, 2000
Prospectus/AIF Receipt - Newf. dated Apr. 14, 2000
Prospectus/AIF Receipt - Alberta dated Apr. 12, 2000
Prospectus/AIF Receipt - NS dated Apr. 13, 2000
Prospectus/AIF Receipt - Manitoba dated Apr. 13, 2000
Prospectus/AIF Receipt - PEI dated Apr. 13, 2000
Prospectus/AIF Receipt - Ontario dated Apr. 13, 2000
Prospectus/AIF Receipt - Nunavut dated Apr. 12, 2000
French Prospectus/AIF Receipt - Quebec dated Apr. 10, 2000
French Prospectus/AIF Receipt - Quebec dated Apr. 11, 2000
Prospectus/AIF Receipt - NS dated Apr. 7, 2000
Prospectus/AIF Receipt - Nunavut dated Apr. 7, 2000
Prospectus/AIF Receipt - Newf. dated Apr. 7, 2000
Prospectus/AIF Receipt - Alberta dated Mar. 14, 2000

Talisman Enterprises Inc.
Audited Annual Financial Statement Dec. 31, 1999

Talltree Resources Ltd.
Interim Financial Statements for 06 mn period ended Feb. 29, 2000

Talvest China Plus Fund
Application dated Apr. 11, 2000
Application Under the Mutual Reliance Review System 404/00 dated Apr. 12, 2000

Talvest China Plus RSP Fund
Application Under the Mutual Reliance Review System 404/00 dated Apr. 12, 2000
Application dated Apr. 11, 2000

Talvest Fund Management Inc.
Application dated Apr. 11, 2000
Application Under the Mutual Reliance Review System 404/00 dated Apr. 12, 2000

Talvest Global Equity Fund
Application Under the Mutual Reliance Review System 404/00 dated Apr. 12, 2000
Application dated Apr. 11, 2000

Talvest Global Equity RSP Fund
Application dated Apr. 11, 2000
Application Under the Mutual Reliance Review System 404/00 dated Apr. 12, 2000

Talvest Global Health Care Fund
Application dated Apr. 11, 2000
Application Under the Mutual Reliance Review System 404/00 dated Apr. 12, 2000

Talvest Global Health Care RSP Fund
Application Under the Mutual Reliance Review System 404/00 dated Apr. 12, 2000
Application dated Apr. 11, 2000

Talvest Global Science and Technology Fund
Application Under the Mutual Reliance Review System 404/00 dated Apr. 12, 2000
Application dated Apr. 11, 2000

Talvest Global Science And Technology RSP Fund
Application Under the Mutual Reliance Review System 404/00 dated Apr. 12, 2000
Application dated Apr. 11, 2000

Talvest Global Small Cap Fund
Application Under the Mutual Reliance Review System 404/00 dated Apr. 12, 2000
Application dated Apr. 11, 2000

Talvest Global Small Cap RSP Fund
Application Under the Mutual Reliance Review System 404/00 dated Apr. 12, 2000
Application dated Apr. 11, 2000

Talvest RSP Funds
Application dated Apr. 11, 2000
French Preliminary Simplified Prospectus & AIF dated Apr. 10, 2000
French Prospectus/AIF Receipt - Quebec dated Apr. 12, 2000

Tandem Resources Ltd.
Record Date/Meeting Date - 05/10/2000 - 06/14/2000 dated Apr. 12, 2000

Tandy Corporation
Form 10-K Dec. 31, 1999

Taseko Mines Limited
Prospectus/AIF Receipt - BC dated Apr. 11, 2000

Taurus Captial Markets Ltd., Reference 836546
Private Placement (Form 45-501F1) dated Mar. 20, 2000

TCEnet Inc.
Material Change Report - Other (Form 27) dated Apr. 14, 2000
News Release - Finances/New Financing ** dated Apr. 13, 2000
Record Date/Meeting Date - May 9/00 - June 14/00 dated Apr. 14, 2000

TCR Environmental Corp.
Private Placement (Form 45-501F1) dated Mar. 13, 2000

TCT Logistics Inc.

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

TD Asset Management Inc.

Ruling/Order/Reasons 347/99 dated Apr. 10, 2000

TDK (1998) Flow-Through Limited Partnership

Record Date/Meeting Date - April 26/00 - May 31/00 dated Apr. 14, 2000

Technilab Pharma Inc.

News Release - Financial Statement/Operating Results ** dated Apr. 12, 2000
 French News Release - Financial Statement/Operating Results ** dated Apr. 12, 2000

Technology Growth Partners Corp.

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

Techoldmin Limited

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

Offering Memorandum dated Jan. 20, 2000

Teck Corporation

Prospectus/AIF Receipt - Newf. dated Apr. 13, 2000
 Prospectus/AIF Receipt - NS dated Apr. 10, 2000
 Prospectus/AIF Receipt - PEI dated Apr. 12, 2000
 Prospectus/AIF Receipt - Northwest Territories dated Apr. 10, 2000

TecKnowledge Healthcare Systems Incorporated

Private Placement (Form 45-501F1) dated Mar 20, 2000

Tecsys Inc.

Private Placement (Form 45-501F1) dated Mar. 16, 2000

Teknion Corporation

Audited Annual Financial Statement Nov. 30, 1999
 Annual Report Nov. 30, 1999
 Management Discussion and Analysis dated Nov. 30, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 1, 2000

Telco Research Corporation Limited

Material Change Report - Other (Form 27) dated Apr 12, 2000
 Application Under the Mutual Reliance Review System 399/00 dated Apr. 13, 2000

Telco Split Corp.

News Release - Dividend Announced ** dated Apr. 10, 2000

Telefonos de Mexico, S.A. de C.V.

Form 6-K dated Apr. 7, 2000

Telekom Advanced Systems Corporation

French Certificate of Mailing ** dated Apr. 13, 2000

French Certificate of Mailing ** dated Apr. 13, 2000

Telesystem International Wireless Inc.

French Waiver Letter dated Apr. 13, 2000

Telford Resources Ltd.

Record Date/Meeting Date - May 17/00 - June 28/00 dated Apr. 13, 2000

Telocity, Delaware Inc.

Offering Memorandum dated Mar. 28, 2000
 Private Placement (Form 45-501F1) dated Apr. 3, 2000

TELUS Communications (B.C.) Inc.

Annual Report Dec. 31, 1999
 Attachment to AFS dated Dec. 31, 1999
 Attachment to AFS dated Dec. 31, 1999

TELUS Communications Inc.

Attachment to AFS dated Dec. 31, 1999

Temex Resources Corp.

News Release - Share/Stock/Debtenture Information ** dated Apr. 10, 2000

Templeton Growth Fund Ltd.

Certificate of Mailing ** dated Apr. 12, 2000

Templeton, Franklin and Mutual Family of Funds

Stmt. of Portfolio Transactions for 06 mn period ended Jan. 31, 2000

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

Tenke Mining Corp.

Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31, 1999

Material Change Report - Other (Form 27) dated Apr. 17, 2000

Annual Information Form (Policy 5.10) dated Apr. 12, 2000

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 12, 2000

Annual Information Form (Policy 5.10) dated Apr. 12, 2000

Certificate of Mailing ** dated Apr. 14, 2000

Certificate of Mailing ** dated Apr. 14, 2000

Certificate of Mailing ** dated Apr. 14, 2000

News Release - Finances/New Financing ** dated Apr. 17, 2000

Terrenex Acquisition Corporation

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

Teuton Resources Corp.

Record Date/Meeting Date - 05/10/2000 - 06/19/2000 dated Apr. 12, 2000

Texas Gulf Petroleum Corporation

Audited Annual Financial Statement Dec. 31, 1999

Texas T Resources Inc.

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

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

The Hartford Canada Funds

Waiver Letter - Ontario dated Apr. 12, 2000

The McElvaine Group of Funds

Audited Annual Financial Statement Dec. 31, 1999
 Auditors' Report dated Dec. 31, 1999

The Sentry Fund

Audited Annual Financial Statement Dec. 31, 1999
 Interim Financial Statements for 09 mn period ended Dec. 31, 1999

ThermicEdge Corporation

Material Change Report - Other (Form 27) dated Mar. 28, 2000

Thermo Tech Technologies Inc.

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

Form 6-K dated Jan. 31, 2000

News Release - Letter of Intent ** dated Apr. 10, 2000

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

Third Canadian General Investment Trust Limited

News Release - Share/Stock/Debtenture Information ** dated Apr. 6, 2000

The Thomson Corporation

Private Placement (Form 45-501F1) dated Mar. 15, 2000

Three Bear Ventures Ltd.

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

ThrillTime Entertainment International Inc.

Form 20F/A Amendment No.1 July 31, 1999
 Alternative AIF dated Mar. 31, 2000

Thunder Energy Inc.

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31, 1999

Thunder Sword Resources Inc.

Certificate of Mailing ** dated Apr. 17, 2000

Thundermin Resources Inc.

Private Placement (Form 45-501F1) dated Mar. 29, 2000

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

TigrSoft Inc.

News Release - Development~ Land/Project/Product ** dated Apr. 13, 2000

Timbercreek Investments Inc.

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

TimberWest Forest Corp.

Application Under the Mutual Reliance Review System 388/00 dated Apr. 10, 2000

News Release - Share/Stock/Debtenture Information ** dated Apr. 17, 2000

TimberWest Forest Limited

News Release - Financial Statement/Operating Results ** dated Apr. 17, 2000

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

Timebeat.com Enterprises Inc.

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

Timken Company The

Audited Annual Financial Statement Dec. 31, 1999
 Form 10-K Dec. 31, 1999

Annual Report Dec. 31, 1999

Management Discussion and Analysis dated Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 23, 2000

Titan Trading Analytics Inc.

Prospectus/AIF Receipt - BC dated Apr. 11, 2000

TLC Laser Eye Centers Inc.

News Release - Financial Statement/Operating Results ** dated Apr. 12, 2000

TMI Technology Inc.

Certificate of Mailing ** dated Apr. 10, 2000

TomaHawk Corporation

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

TomaNet Inc.

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

Tonko Development Corp.

Material Change Report - Other (Form 27) dated Apr. 6, 2000

Letter re. Fee dated Apr. 13, 2000

Issuer Bid Circular dated Apr. 12, 2000

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

Torex Resources Inc.

Annual Report Dec. 31, 1999

Audited Annual Financial Statement Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 4, 2000

Certificate of Mailing ** dated Apr. 13, 2000

Toromont Industries Ltd.

News Release - Dividend Announced ** dated Apr. 13, 2000

The Toronto Stock Exchange

T.S.E. Notice to Members ** dated Apr. 7, 2000
T.S.E. Notice to Members ** dated Apr. 7, 2000
T.S.E. Notice to Members ** dated Apr. 7, 2000

Toronto-Dominion Bank

Letter to Shareholders ** dated Feb. 24, 2000
French Letter to Shareholders ** dated Feb. 24, 2000
French Prospectus/AIF Receipt - Quebec dated Apr. 7, 2000
Prospectus/AIF Receipt - Nunavut dated Apr. 7, 2000

Total Energy Services Ltd.

Material Change Report - Other (Form 27) dated Apr. 11, 2000
News Release - Merger ** dated Apr. 13, 2000

Totally Hip Software Inc.

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

Totem Mining Corporation

Amended Record Date/Meeting Date - March 22 / May 10 dated Apr. 13, 2000

Touchstone Petroleum Inc.

Record Date/Meeting Date - May 8/00 - June 13/00 dated Apr. 13, 2000

TP ENERGY INC.

Change of Auditors (Policy 31) dated Apr. 7, 2000

Tradex Funds Group

French Prospectus/AIF Receipt - Quebec dated Mar. 17, 2000
French Prospectus/AIF Receipt - Quebec dated Mar. 17, 2000

Trans Asia Resources Inc.

Material Change Report - Other (Form 27) dated Apr. 7, 2000
News Release - Development - Land/Project/Product ** dated Apr. 6, 2000

TransAlta Corporation

News Release - Acquisition ** dated Apr. 13, 2000

TransAlta Power, L.P.

Issuer Bid Circular dated Apr. 17, 2000

TransAtlantic Petroleum Corp.

News Release - Development - Land/Project/Product ** dated Apr. 10, 2000

TransCanada PipeLines Limited

Report of Acquisition (Reg. S-101) dated Apr. 10, 2000
French Prospectus/AIF Receipt - Quebec dated Apr. 12, 2000

Transglobe Energy Corporation

News Release - Development - Land/Project/Product ** dated Apr. 17, 2000
Prospectus/AIF Receipt - BC dated Apr. 11, 2000
Prospectus/AIF Receipt - Alberta dated Apr. 13, 2000

travelbyus.com, ltd

Material Change Report - Acquisition or Disposition of Assets dated Apr. 5, 2000

Tree Brewing Company Ltd.

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

Trego International Inc.

Record Date/Meeting Date - 05/12/2000 - 06/26/2000 dated Apr. 13, 2000

Trenton Energy Inc.

Record Date/Meeting Date - May 8/00 - June 13/00 dated Apr. 12, 2000

Tri-Lateral Venture Corporation

Record Date/Meeting Date - 05/12/2000 - 06/16/2000 dated Apr. 17, 2000

Triangulum Corporation

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

Triant Technologies Inc.

News Release - Change of Directors/Officers** dated Apr. 14, 2000

Tribute Resources Inc.

Record Date/Meeting Date - 05/10/2000 - 06/19/2000 dated Apr. 12, 2000

Tricon Well Service Ltd.

Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999
Management Discussion and Analysis dated Dec. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 10, 2000
Certificate of Mailing ** dated Apr. 17, 2000

Tridel Enterprises Inc.

Record Date/Meeting Date - 05/08/2000 - 06/15/2000 dated Apr. 12, 2000

Trimark Advantage Bond Fund

Private Placement (Form 20) dated Apr. 4, 2000
Private Placement (Form 20) dated Mar. 27, 2000

Trimark Americas

Private Placement (Form 20) dated Mar. 27, 2000
Private Placement (Form 20) dated Apr. 4, 2000

Trimark Canadian Bond Fund

Private Placement (Form 20) dated Apr. 4, 2000
Private Placement (Form 20) dated Mar. 27, 2000

Trimark Canadian Fund

Private Placement (Form 20) dated Mar. 27, 2000
Private Placement (Form 20) dated Apr. 4, 2000

Trimark Canadian Resources Fund

Private Placement (Form 20) dated Apr. 4, 2000
Private Placement (Form 20) dated Mar. 27, 2000

Trimark Canadian Small Companies Fund

Private Placement (Form 20) dated Mar. 27, 2000
Private Placement (Form 20) dated Apr. 4, 2000

Trimark Discovery Fund

Private Placement (Form 20) dated Apr. 4, 2000
Private Placement (Form 20) dated Mar. 27, 2000

Trimark Enterprise Fund

Private Placement (Form 20) dated Apr. 4, 2000
Private Placement (Form 20) dated Mar. 27, 2000

Trimark Enterprise Small Cap Fund

Private Placement (Form 20) dated Mar. 27, 2000
Private Placement (Form 20) dated Apr. 4, 2000

Trimark Europlus Fund

Private Placement (Form 20) dated Mar. 27, 2000
Private Placement (Form 20) dated Apr. 4, 2000

Trimark Financial Corporation

Record Date/Meeting Date - May 9 / June 28 dated Apr. 14, 2000

Trimark Fund

Private Placement (Form 20) dated Apr. 4, 2000
Private Placement (Form 20) dated Mar. 27, 2000

Trimark Global Balanced Fund

Private Placement (Form 20) dated Apr. 4, 2000
Private Placement (Form 20) dated Mar. 27, 2000

Trimark Global High Yield Bond Fund

Private Placement (Form 20) dated Apr. 4, 2000
Private Placement (Form 20) dated Mar. 27, 2000

Trimark Government Income Fund

Private Placement (Form 20) dated Mar. 27, 2000
Private Placement (Form 20) dated Apr. 4, 2000

Trimark Income Growth Fund

Private Placement (Form 20) dated Apr. 4, 2000
Private Placement (Form 20) dated Mar. 27, 2000

Trimark Indo-Pacific Fund

Private Placement (Form 20) dated Apr. 4, 2000
Private Placement (Form 20) dated Mar. 27, 2000

Trimark Interest Fund

Private Placement (Form 20) dated Apr. 4, 2000
Private Placement (Form 20) dated Mar. 27, 2000

Trimark International Companies Fund

Private Placement (Form 20) dated Mar. 27, 2000
Private Placement (Form 20) dated Apr. 4, 2000

Trimark Mutual Funds

Private Placement (Form 20) dated Mar. 27, 2000
Private Placement (Form 20) dated Apr. 4, 2000

Trimark RSP Equity Fund

Private Placement (Form 20) dated Apr. 4, 2000
Private Placement (Form 20) dated Mar. 27, 2000

Trimark Select Balanced Fund

Private Placement (Form 20) dated Mar. 27, 2000
Private Placement (Form 20) dated Apr. 4, 2000

Trimark Select Growth Fund

Private Placement (Form 20) dated Apr. 4, 2000
Private Placement (Form 20) dated Mar. 27, 2000

Trimark U.S. Companies Fund

Private Placement (Form 20) dated Mar. 27, 2000
Private Placement (Form 20) dated Apr. 4, 2000

Trinity Control Ltd.

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

Trinorth Capital Inc.

News Release - Financial Statement/Operating Results ** dated Apr. 11, 2000

TRIPLE 8 VENTURES LTD.

News Release - Finances/New Financing ** dated Apr. 12, 2000

Triple G Systems Group, Inc.

Record Date/Meeting Date - May 17/00 - June : 21/00 dated Apr. 13, 2000

TriQuest Energy Corp.

Record Date/Meeting Date - May 11/00 - June 20/99 dated Apr. 13, 2000

TriTec Power Systems Ltd.

Private Placement (Form 45-501F1) dated Mar. 30, 2000

Triumph Energy Corporation

Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999
Management Discussion and Analysis dated Dec. 31, 1999

Information Circular dated Apr. 5, 2000
Information Circular/Proxy/Notice of Meeting - Other dated Apr. 7, 2000

Turbo Genset Inc.

News Release - Stock Option Notice ** dated Mar. 13, 2000

Turbodyne Technologies Inc.

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

TVA Group Inc.

Material Change Report - Other (Form 27) dated Mar. 30, 2000

News Release - Share/Stock/Debenture Information ** dated Apr. 12, 2000

TVI Pacific Inc.

Record Date/Meeting Date - 05/10/2000 - 06/22/2000 dated Apr. 13, 2000

TVX Gold Inc.

Record Date/Meeting Date - May 8/00 - June 27/00 dated Apr. 13, 2000

Tyhee Development Corp.

Audited Annual Financial Statement Nov. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 10, 2000

U.F.X. ENTERPRISES INC.

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

News Release - Acquisition ** dated Apr. 13, 2000

Uganda Gold Mining Ltd.

News Release - Development~ Land/Project/Product ** dated Apr. 17, 2000

Ulster Petroleums Ltd.

News Release - Agreement ** dated Apr. 17, 2000

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

Uniforet Inc.

News Release - Takeover Bid ** dated Apr. 10, 2000

Unigold Resources Inc.

French Change of Auditors (Policy 31) dated Feb. 7, 2000

Union Gas Limited

Prospectus/AIF Receipt - Saskatchewan dated Apr. 17, 2000

United America eHealth Technologies Inc.

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

News Release - Progress Report ** dated Apr. 11, 2000

News Release - Finances/New Financing ** dated Apr. 6, 2000

United America Enterprises Ltd.

Private Placement (Form 20) dated Mar. 16, 2000

United Canadian Shares Limited

Audited Annual Financial Statement Dec. 31, 1999

Management Discussion and Analysis dated Dec. 31, 1999

Information Circular dated Feb. 17, 2000

Proxy dated Feb. 17, 2000

News Release - Advance Notice of AGM ** dated Feb. 17, 2000

News Release - Advance Notice of AGM ** dated Feb. 17, 2000

Certificate of Mailing ** dated Apr. 14, 2000

Certificate of Mailing ** dated Apr. 14, 2000

United Carina Resources Corp.

Record Date/Meeting Date - 05/10/2000 - 06/15/2000 dated Apr. 12, 2000

Record Date/Meeting Date - May 10/00 - June 15/00 dated Apr. 12, 2000

United Dixie Resources Inc.

News Release - C.T.O.-Cease Trade Order ** dated Apr. 11, 2000

United Dominion Industries Limited

Prospectus/AIF Receipt - Saskatchewan dated Apr. 17, 2000

United Media Holdings Limited

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

United Pacific Capital Resources Corp.

Material Change Report - Other (Form 27) dated Apr. 12, 2000

News Release - C.T.O.-Cease Trade Order ** dated Apr. 11, 2000

United Reef Limited

Audited Annual Financial Statement Nov. 30, 1999

Annual Report Nov. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Apr. 7, 2000

United Tex-Sol Mines Inc.

Record Date/Meeting Date - 05/12/2000 - 06/23/2000 dated Apr. 17, 2000

Uiterre Resources Ltd.

Material Change Report - Other (Form 27) dated Apr. 12, 2000

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

Universal 1992 Limited Partnership

Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999

Universal RSP European Opportunities**Fund**

Amended Simplified Prospectus and AIF dated Mar. 29, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 12, 2000

Universal RSP International Stock Fund

Amended Simplified Prospectus and AIF dated Mar. 29, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 12, 2000

Universal RSP Select Managers Far East**Fund**

Application Under the Mutual Reliance Review System 394/00 dated Apr. 11, 2000

Application dated Apr. 11, 2000

Universal RSP Select Managers Fund

Amended Simplified Prospectus and AIF dated Mar. 29, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 12, 2000

Universal RSP Select Managers**International Fund**

Application dated Apr. 11, 2000

Application Under the Mutual Reliance Review System 394/00 dated Apr. 11, 2000

Universal RSP Select Managers Japan**Fund**

Application Under the Mutual Reliance Review System 394/00 dated Apr. 11, 2000

Application dated Apr. 11, 2000

Universal RSP Select Managers USA Fund

Application dated Apr. 11, 2000

Application Under the Mutual Reliance Review System 394/00 dated Apr. 11, 2000

Universal Select

Application dated Apr. 11, 2000

Universal Select Managers Far East Fund

Application dated Apr. 11, 2000

Application Under the Mutual Reliance Review System 394/00 dated Apr. 11, 2000

Universal Select Managers International**Fund**

Application Under the Mutual Reliance Review System 394/00 dated Apr. 11, 2000

Application dated Apr. 11, 2000

Universal Select Managers Japan Fund

Application dated Apr. 11, 2000

Application Under the Mutual Reliance Review System 394/00 dated Apr. 11, 2000

Universal Select Managers USA Fund

Application Under the Mutual Reliance Review System 394/00 dated Apr. 11, 2000

Application dated Apr. 11, 2000

Universal World Science And Technology**Fund**

Amended Simplified Prospectus and AIF dated Mar. 29, 2000

Prospectus/AIF Receipt - Ontario dated Apr. 12, 2000

University Avenue Financial Corporation

Report of Acquisition (Reg. S-101) dated Apr. 10, 2000

Record Date/Meeting Date - 05/03/2000 - 06/07/2000 dated Apr. 11, 2000

The Upper Circle Equity Fund

Private Placement (Form 20) dated Apr. 6, 2000

Uranium Resources, Inc.

Form 12b-25 Notification of Late Filing dated Mar. 30, 2000

Certificate of Mailing ** dated Apr. 4, 2000

Uravan Minerals Inc.

News Release - Progress Report ** dated Apr. 17, 2000

Urbana Corporation

Record Date/Meeting Date - 05/08/2000 - 06/23/2000 dated Apr. 12, 2000

URBCO Inc.

T.S.E. Material ** dated Feb. 24, 2000

Ursa Major International Inc.

Material Change Report - Other (Form 27) dated Apr. 13, 2000

News Release - Letter of Intent ** dated Apr. 12, 2000

USV Telemanagement Inc.

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

USX Corporation

Audited Annual Financial Statement Dec. 31, 1999
Annual Report Dec. 31, 1999

Utility Corp.

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

Record Date/Meeting Date - 04/19/2000 - 05/18/2000 dated Apr. 12, 2000

Revised Record Date/Meeting Date - April 19 / May 19 dated Apr. 13, 2000

UTStarcom, Inc.

Offering Memorandum dated Mar. 2, 2000

Private Placement (Form 45-501F1) dated Mar. 10, 2000

V-Flyte International, Inc.

Private Placement (Form 45-501F1) dated Mar. 31, 2000

Vaaldiam Resources Ltd.

News Release - Share/Stock/Debenture Information ** dated Apr. 10, 2000

VALU-NET INTERNATIONAL LTD.

News Release - Acquisition ** dated Apr. 17, 2000

Velocity Computer Solutions, Ltd.

Material Change Report - Other (Form 27) dated Apr. 12, 2000

Material Change Report - Other (Form 27) dated Apr. 13, 2000

Material Change Report - Other (Form 27) dated Apr. 13, 2000

News Release - Change of Directors/Officers** dated Apr. 13, 2000

News Release - Contract ** dated Apr. 11, 2000
Prospectus/AIF Receipt - BC dated Apr. 11, 2000

Velvet Explorations Ltd.

Certificate of Mailing ** dated Apr. 7, 2000

Vengold Inc.

News Release - Share/Stock/Debenture Information ** dated Apr. 10, 2000

Venstar Inc.

Record Date/Meeting Date - 05/12/2000 - 06/20/2000 dated Apr. 17, 2000

Vergene Capital Corp.

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

Vermillion Resources Ltd.

News Release - Agreement ** dated Apr. 12, 2000

Versacold Corporation

Annual Information Form (Policy 5.10) dated Apr. 12, 2000

Versent Corporation

Record Date/Meeting Date - May 12/00 - June 21/00 dated Apr. 14, 2000

Vertex Fund Limited Partnership

Private Placement (Form 45-501F1) dated Mar. 10, 2000

Viceroy Resource Corporation

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Mar. 30, 2000

Victoria Wood Scarborough Brandywine

Audited Annual Financial Statement Dec. 31, 1999

Video Headquarters Inc.

Material Change Report - Other (Form 27) dated Apr. 17, 2000
 News Release - Material Change ** dated Apr. 17, 2000

Videotron Ltee. (Le Groupe)

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

Viking Yellowknife Gold Mines Limited

Rapport des verificateurs et etats financiers Dec. 31, 1999

Villa de JonquiÈre limited partnership

Rapport des verificateurs et etats financiers Dec. 31, 1999

Virtek Vision International Inc.

French Preliminary Prospectus dated Apr. 6, 2000
 French Prospectus/AIF Receipt - Quebec dated Apr. 7, 2000

Vista Gold Corp.

Certificate of Mailing ** dated Apr. 6, 2000
 Certificate of Mailing ** dated Apr. 6, 2000
 Certificate of Mailing ** dated Apr. 6, 2000

VisualLabs Inc.

News Release - Progress Report ** dated Apr. 11, 2000

Vital Retirement Living Inc.

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999

Viva Care Health E-Store Inc.

Private Placement (Form 45-501F1) dated Mar. 15, 2000

Vogue Resources Inc.

Change of Year End (Policy 51) dated Apr. 12, 2000
 Change of Y/E Material dated Apr. 7, 2000
 Material Change Report - Other (Form 27) dated Apr. 7, 2000
 News Release - Amalgamation ** dated Dec. 6, 1999
 News Release - Progress Report ** dated Dec. 15, 1999
 News Release - Progress Report ** dated Feb. 23, 2000

VSM Medtech Ltd.

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

Wardley China Investment Trust

News Release - Share/Stock/Debtenture Information ** dated Apr. 12, 2000

Warnex Pharma Inc.

News Release - Letter of Intent ** dated Apr. 14, 2000

Wavve Telecommunications Inc.

Private Placement (Form 45-501F1) dated Mar. 14, 2000
 Record Date/Meeting Date - 05/10/2000 - 06/15/2000 dated Apr. 13, 2000

Welcome Opportunities Ltd.

Record Date/Meeting Date - May 9/00 - June 15/00 dated Apr. 14, 2000
 News Release - Advance Notice of AGM ** dated Apr. 17, 2000

Wellco Energy Services Inc.

Record Date/Meeting Date - 04/24/2000 - 05/30/2000 dated Apr. 12, 2000

Wescam Inc.

News Release - Option Agreements-Relinquished/Acquired ** dated Apr. 14, 2000

Wesdome Gold Mines Inc.

Record Date/Meeting Date - May 15/00 - June 29/00 dated Apr. 11, 2000

West Kootenay Power Ltd.

Record Date/Meeting Date - March 30/00 - May 9/00 dated Mar. 1, 2000

West Oak Resources Corp.

Audited Annual Financial Statement Nov. 30, 1999
 Record Date/Meeting Date - 04/24/2000 - 05/29/2000 dated Apr. 12, 2000

WEST PARK RESOURCES INC.

Change of Auditors (Policy 31) dated Mar. 29, 2000

The Westaim Corporation

News Release - Development~ Land/Project/Product ** dated Apr. 13, 2000

Westcoast Energy Inc.

News Release - Development~ Land/Project/Product ** dated Apr. 14, 2000

Western Facilities Fund

Record Date/Meeting Date - May 12/00 - June 27/00 dated Apr. 17, 2000

Western Garnet International Ltd.

Amended Record Date/Meeting Date - April 30 / June 9 dated Apr. 14, 2000

Western Oil Sands Inc.

Prospectus/AIF Receipt - Ontario - Withdrawn dated Apr. 10, 2000

Western Quebec Mines Inc.

Record Date/Meeting Date - May 15/00 - June 29/00 dated Apr. 11, 2000

Western Troy Capital Resources Inc.

Audited Annual Financial Statement Nov. 30, 1999
 Interim Financial Statements for 03 mn period ended Feb. 29, 2000

Westfield Minerals Limited

Application Pursuant to Section 83 of the Securities Act 383/00 dated Apr. 6, 2000

WestJet Airlines Ltd.

Audited Annual Financial Statement Dec. 31, 1999

Westlinks Resources Ltd.

Material Change Report - Other (Form 27) dated Apr. 17, 2000

Westminster Resources Ltd.

News Release - Progress Report ** dated Apr. 11, 2000

Westone Ventures Inc.

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

Westport Innovations Inc.

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

Weymin Mining Corporation

Audited Annual Financial Statement Dec. 31, 1999

WFI Industries Ltd.

Audited Annual Financial Statement Dec. 31, 1999
 Annual Report Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 11, 2000

Wi-LAN Inc.

Private Placement (Form 45-501F1) dated Mar. 6, 2000

William Resources Inc.

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

Win-Eldrich Mines Limited

Record Date/Meeting Date - May 17/00 - June 28/00 dated Apr. 14, 2000

Winspear Resources Ltd.

Audited Annual Financial Statement Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 11, 2000

Change of Auditors (Policy 31) dated Mar. 31, 2000

Management Discussion and Analysis dated Dec. 31, 1999

News Release - Name Change ** dated Apr. 13, 2000

Certificate of Mailing ** dated Apr. 13, 2000
 Certificate of Mailing ** dated Apr. 13, 2000
 News Release - Legal Proceedings ** dated Apr. 11, 2000

WiredMerchant.com

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

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

World Heart Corporation

Revised Record Date/Meeting Date - May 5 / June 12 dated Apr. 13, 2000

Wrapture Limited

Audited Annual Financial Statement Oct. 31, 1999

WSI Interactive Corporation

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

News Release - Agreement ** dated Apr. 11, 2000

wwbroadcast.net inc.

Record Date/Meeting Date - May 15/00 - June 19/00 dated Apr. 14, 2000

Xenos Group Inc.

News Release - Stock Option Notice ** dated Apr. 3, 2000

Xerox Corporation

Form 10-K Dec. 31, 1999

XM Satellite Radio Inc.

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

Yaletown Entertainment Corporation

News Release - Option Agreements-Relinquished/Acquired ** dated Apr. 12, 2000

Zargon Oil & Gas Ltd.

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Management Discussion and Analysis dated Dec. 31, 1999

Zemex Corporation

Form 10-K Dec. 31, 1999
 Annual Information Form (Policy 5.10) dated Apr. 12, 2000

Zen International Resources Ltd.

Record Date/Meeting Date - 04/28/2000 - 06/08/2000 dated Apr. 11, 2000

Zorin Exploration Ltd.

Annual Report Dec. 31, 1999
 Audited Annual Financial Statement Dec. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Apr. 4, 2000

Ztest Electronics Inc.

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

Zweig-DiMenna International Limited

Private Placement (Form 45-501F1) dated Mar.
20, 2000

Offering Memorandum dated Jan. 3, 2000

Chapter 11

IPOs, New Issues and Secondary Financings

Issuer Name:

407 International Inc.
Principal Regulator - Ontario

Type and Date:

Preliminary Prospectus dated April 24th, 2000
Mutual Reliance Review System Receipt dated April 25th, 2000

Offering Price and Description:

\$ * - * % Subordinated Bonds, Series 00-C1, due *

Underwriter(s), Agent(s) or Distributor(s):

BMO Nesbitt Burns Inc.

Promoter(s):

Cintra Concesiones De Infraestructuras de Transporte, S.A.
SNC-Lavalin Inc.
Project #258175

Issuer Name:

AIM Global Fund Inc. - AIM Dent Demographic Trends Class
AIM Global Fund Inc. - AIM Global Aggressive Growth Class
AIM Global Fund Inc. - AIM International Growth Class
AIM RSP Dent Demographic Trends Fund
AIM RSP Global Aggressive Growth Fund
AIM RSP International Growth Fund
Principal Regulator - Ontario

Type and Date:

Preliminary Simplified Prospectus dated April 17th, 2000
Mutual Reliance Review System Receipt dated April 18th, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

N/A

Promoter(s):

AIM Funds Management Inc.
Project #256664

Issuer Name:

AltaRex Corp.

Type and Date:

Amended Preliminary Prospectus dated April 24th, 2000
Received April 25th, 2000

Offering Price and Description:

\$ * - * Common Shares

Underwriter(s), Agent(s) or Distributor(s):

National Bank Financial Inc.

Promoter(s):

N/A

Project #247727

Issuer Name:

Axia NetMedia Corporation
Principal Regulator - Alberta

Type and Date:

Preliminary Short Form Prospectus dated April 17, 2000
Mutual Reliance Review System Receipt dated April 18th, 2000

Offering Price and Description:

\$36,750,000 - 3,000,000 Common Shares (issuable upon exercise of Special Warrants)

Underwriter(s), Agent(s) or Distributor(s):

Yorkton Securities Inc.
Canaccord Capital Corporation
Griffiths McBurney & Partners
Acumen Capital Finance Partners Limited

Promoter(s):

N/A

Project #256864

Issuer Name:

Basis100 Inc.
Principal Regulator - Ontario

Type and Date:

Preliminary Prospectus dated April 18th, 2000
Mutual Reliance Review System Receipt dated April 19th, 2000

Offering Price and Description:

\$52,500,000 - 5,000,000 Common Shares

Underwriter(s), Agent(s) or Distributor(s):

RBC Dominion Securities Inc.
Griffiths McBurney & Partners
Dundee Securities Corporation

Promoter(s):

N/A

Project #256629

Issuer Name:

Consolidated Canadian Express Limited
Principal Regulator - Ontario

Type and Date:

Preliminary Prospectus dated April 17th, 2000
Mutual Reliance Review System Receipt dated April 19th, 2000

Offering Price and Description:

N/A

Underwriter(s), Agent(s) or Distributor(s):

N/A

Promoter(s):

N/A

Project #256642

Issuer Name:

Darnley Bay Resources Limited

Type and Date:

Preliminary Prospectus dated April 24th, 2000

Receipt dated April 26th, 2000

Offering Price and Description:

N/A

Underwriter(s), Agent(s) or Distributor(s):

Darnley Bay Resources Ltd.

Promoter(s):

N/A

Project #258757

Issuer Name:

Dayton Mining Corporation

Principal Regulator - British Columbia

Type and Date:

Preliminary Prospectus dated April 19th, 2000

Mutual Reliance Review System Receipt dated April 20th, 2000

Offering Price and Description:

\$9,000,000 - 4,090,909 Common Shares to issued upon the exercise of 81,818,182 previously issued Special Warrants

Underwriter(s), Agent(s) or Distributor(s):

Newcrest Capital Inc.

Dundee Securities Corporation

Promoter(s):

David K. Fagin

Cathreine McLeod-Seltzer

Project #257360

Issuer Name:

Dynetek Industries Ltd.

Principal Regulator - Alberta

Type and Date:

Preliminary Prospectus dated April 17th, 2000

Mutual Reliance Review System Receipt dated April 18th, 2000

Offering Price and Description:

\$ * - * Common Shares

Underwriter(s), Agent(s) or Distributor(s):

CIBC World Markets Inc.

Yorkton Securities Inc.

Research Capital Corporation

Canaccord Capital Corporation

Dundee Securities Corporation

Pacific International Securities Inc.

Promoter(s):

N/A

Project #256424

Issuer Name:

IMI International Medical Innovations Inc.

Type and Date:

Preliminary Prospectus dated April 25th, 2000

Received April 26th, 2000

Offering Price and Description:

\$12,000,000 - 3,157,985 Common Shares and 1,578,947 Common Shares Purchase Warrants (Upon the exercise of 3,157,895 previously issued Special Warrants)

Underwriter(s), Agent(s) or Distributor(s):

Dlouhy Investments Inc.

Promoter(s):

N/A

Project #258587

Issuer Name:

National Bank of Canada (NP #44 - Shelf)

Principal Regulator - Quebec

Type and Date:

Preliminary Short Form Prospectus dated April 13th, 2000

Mutual Reliance Review System Receipt dated April 17th, 2000

Offering Price and Description:

US\$250,000,000 - NBC Ex-tra Total Returns Indexed Notes due 2010

Underwriter(s), Agent(s) or Distributor(s):

National Bank Financial Inc.

CIBC World Markets Inc.

Promoter(s):

N/A

Project #256317

Issuer Name:

MRF 2000 Limited Partnership

Principal Jurisdiction - Ontario

Type and Date:

Preliminary Prospectus dated April 20th, 2000

Received April 24th, 2000

Offering Price and Description:

\$10,000,000 to \$25,000,000 - 400,000 to 1,000,000 Units

Underwriter(s), Agent(s) or Distributor(s):

RBC Dominion Securities Inc.

CIBC World Markets Inc.

BMO Nesbitt Burns Inc.

Merrill Lynch Canada Inc.

National Bank Financial Inc.

HSBC Securities (Canada) Inc.

Middlefield Securities Limited

Promoter(s):

MRF 2000 Management Limited

Middlefield Financial Limited

Project #257714

Issuer Name:

Synergy Global Growth RSP Fund
Synergy Global Fund Inc - Synergy Global Growth Class
Principal Regulator - Ontario

Type and Date:

Preliminary Simplified Prospectus dated April 18th, 2000
Mutual Reliance Review System Receipt dated April 19th, 2000

Offering Price and Description:

Mutual Fund Securities Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

Synergy Asset Management Inc.

Promoter(s):

Synergy Asset Management Inc.

Project #257160

Issuer Name:

The Art Vault International Limited
Principal Regulator - Ontario

Type and Date:

Preliminary Prospectus dated April 25th, 2000
Mutual Reliance Review System Receipt dated April 26th, 2000

Offering Price and Description:

\$10,000,000 to \$15,000,000 - * Units

Underwriter(s), Agent(s) or Distributor(s):

Research Capital Corporation

Promoter(s):

Paul Godin

Project #258778

Issuer Name:

Theratechnologies Inc.
Principal Regulator - Quebec

Type and Date:

Preliminary Short Form Prospectus dated April 25th, 2000
Mutual Reliance Review System Receipt dated April 25th, 2000

Offering Price and Description:

\$ * - * Common Shares

Underwriter(s), Agent(s) or Distributor(s):

Yorkton Securities Inc.
BMO Nesbitt Burns Inc.
National Bank Financial Inc.
Desjardins Securities Inc.

Promoter(s):

N/A

Project #258340

Issuer Name:

TVA Group Inc.
Principal Regulator - Quebec

Type and Date:

Preliminary Short Form Prospectus dated April 17th, 2000
Mutual Reliance Review System Receipt dated April 18th, 2000

Offering Price and Description:

\$ * - * Subscription Receipt

Underwriter(s), Agent(s) or Distributor(s):

National Bank Financial Inc.
Scotia Capital Inc.
TD Securities Inc.
Bunting Warburg Dillion Read Inc.
CIBC World Markets Inc.
Griffiths McBurney & Partners
Yorkton Securities Inc.

Promoter(s):

N/A

Project #256641

Issuer Name:

Cundill Balanced Fund
Cundill Canadian Balanced Fund
Cundill Canadian Security Fund
Cundill Recovery Fund
Cundill Value Fund
Principal Jurisdiction - Ontario

Type and Date:

Amendment #1 dated April 1st, 2000 to Simplified
Prospectus and Annual Information Form dated October
19th, 1999
Mutual Reliance Review System Receipt dated 19th day of
April, 2000

Offering Price and Description:

N/A

Underwriter(s), Agent(s) or Distributor(s):

N/A

Promoter(s):

N/A

Project #192402

Issuer Name:

CARS4U.com Ltd.
Principal Regulator - Ontario

Type and Date:

Final Prospectus dated April 20th, 2000
Mutual Reliance Review System Receipt dated 25th day of
April 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

Scotia Capital Inc.

Promoter(s):

Ronald M. Rubinoff
Edward Sonshine
Frederick W. Steiner

Project #238813

Issuer Name:

Linmor Inc.
Principal Regulator - Ontario

Type and Date:

Final Prospectus dated April 20th, 2000
Mutual Reliance Review System Receipt dated 25th day of April 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

Yorkton Securities Inc.
Griffiths McBurney & Partners Inc.

Promoter(s):

N/A
Project #244188

Issuer Name:

Torex Resources Inc.
Principal Regulator - Alberta

Type and Date:

Final Prospectus dated April 13th, 2000
Mutual Reliance Review System Receipt dated 17th day of April, 2000

Offering Price and Description:

2,636,000 Common Shares Issuable Upon Exercise of Flow Through Special Warrants

Underwriter(s), Agent(s) or Distributor(s):

PricewaterhouseCoopers LLP
CIBC Mellon Trust Company

Promoter(s):

Glen Schmidt
Project #248939

Issuer Name:

AT&T Canada Inc.

Type and Date:

Final Short Form Prospectus dated April 24th, 2000
Mutual Reliance Review System Receipt dated 25th, day of April 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

N/A
Project #253872

Issuer Name:

AGF International Stock Class
AGF International Value Fund
AGF Japan Class
AGF MultiManager™ Class
(formerly, AGF Multi-Manager Class)
AGF RSP American Growth Fund
AGF RSP European Growth Fund
AGF RSP International Equity Allocation Fund
AGF RSP International Value Fund
AGF RSP Japan Fund
AGF Special U.S. Class
AGF World Equity Class
AGF American Tactical Asset Allocation Fund
AGF Canadian Balanced Fund
(Formerly, AGF Canadian Growth & Income Fund)
AGF Canadian Tactical Asset Allocation Fund
AGF European Asset Allocation Fund

AGF RSP American Tactical Asset Allocation Fund
AGF World Balanced Fund
AGF Canadian Bond Fund
AGF Canadian High Income Fund
AGF Canadian Money Market Fund
AGF Global Government Bond Fund
AGF International Short-Term Income Class
AGF RSP Global Bond Fund
AGF U.S. Income Fund
AGF U.S. Short-Term High Yield Fund
AGF Aggressive™ Global Stock Fund
(Formerly, AGF 20/20 Aggressive™ Global Stock Fund)
AGF Aggressive™ Growth Fund
(Formerly, AGF 20/20 Aggressive™ Growth Fund)
AGF International Group Limited - AGF Aggressive™ Japan Class
AGF Canadian Aggressive™ All-Cap Fund
(Formerly, AGF 20/20 RSP Aggressive™ Smaller Companies Fund)
AGF Canadian Resources Fund Limited
(Formerly, 20/20 Canadian Resources Fund Limited)
AGF Emerging Markets Value Fund
(Formerly, AGF 20/20 Emerging Markets Value Fund)
AGF India Fund
(Formerly, AGF 20/20 India Fund)
AGF Latin America Fund
(Formerly, AGF 20/20 Latin America Fund)
AGF International Group Limited - AGF American Growth Class
AGF International Group Limited - AGF Asian Growth Class
AGF International Group Limited - AGF Canada Class
AGF Canadian Dividend Fund
(Formerly, AGF Dividend Fund)
AGF International Group Limited - AGF Canadian Growth Equity Fund Limited
AGF International Group Limited - AGF Canadian Stock Fund
AGF International Group Limited - AGF China Focus Class
AGF International Group Limited - AGF European Growth Class
AGF International Group Limited - AGF Germany Class
AGF International Group Limited - AGF Global Financial Services Class
(formerly, AGF Financial Services Class)
AGF International Group Limited - AGF Global Health Sciences Class
(formerly, AGF Health Sciences Class)
AGF International Group Limited - AGF Global Real Estate Equity Class
AGF International Group Limited - AGF Global Resources Class
(formerly, AGF World Resource Class)
AGF International Group Limited - AGF Global Technology Class
(formerly, AGF Technology Class)

Principal Regulator - Ontario
Type and Date:

Final Simplified Prospectus and Annual Information Form dated April 19th, 2000
Mutual Reliance Review System Receipt dated 25th day of April 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

AGF Funds Inc.

Promoter(s):

N/A

Project #235131

Issuer Name:

AGF Aggressive TM Global Stock Fund (Formerly, AGF 20/20 Aggressive TM Global Stock Fund)

AGF Aggressive TM Growth Fund (Formerly, AGF 20/20 Aggressive TM Growth Fund)

AGF International Group Limited - AGF Aggressive TM Japan Class

AGF Canadian Aggressive TM All-Cap Fund (Formerly, AGF 20/20 RSP Aggressive TM Smaller Companies Fund)

AGF Canadian Aggressive TM Equity Fund (Formerly, AGF 20/20 RSP Aggressive TM Equity Fund)

AGF Canadian Resources Fund Limited (Formerly, 20/20 Canadian Resources Fund Limited)

AGF Emerging Markets Value Fund (Formerly, AGF 20/20 Emerging Markets Value Fund)

AGF India Fund (Formerly, AGF 20/20 India Fund)

AGF Latin America Fund (Formerly, AGF 20/20 Latin America Fund)

AGF International Group Limited - AGF American Growth Class

AGF International Group Limited - AGF Asian Growth Class

AGF International Group Limited - AGF Canada Class

AGF Canadian Dividend Fund (Formerly, AGF Dividend Fund)

AGF Canadian Growth Equity Fund Limited

AGF Canadian Stock Fund

AGF International Group Limited - AGF China Focus Class

AGF International Group Limited - AGF European Growth Class

AGF International Group Limited - AGF Germany Class

AGF International Group Limited - AGF Global Financial Services Class (formerly, AGF Financial Services Class)

AGF International Group Limited - AGF Global Health Sciences Class (formerly, AGF Health Sciences Class)

AGF International Group Limited - AGF Global Real Estate Equity Class

AGF International Group Limited - AGF Global Resources Class (formerly, AGF World Resource Class)

AGF International Group Limited - AGF Global Technology Class (formerly, AGF Technology Class)

AGF International Group Limited - AGF International Stock Class

AGF International Value Fund

AGF International Group Limited - AGF Japan Class

AGF International Group Limited - AGF MultiManager TM Class (formerly, AGF Multi-Manager Class)

AGF RSP American Growth Fund

AGF RSP European Growth Fund

AGF RSP International Equity Allocation Fund

AGF RSP International Value Fund

AGF RSP Japan Fund

AGF International Group Limited - AGF Special U.S. Class

AGF International Group Limited - AGF World Equity Class

AGF American Tactical Asset Allocation Fund
AGF Canadian Balanced Fund (Formerly, AGF Canadian Growth & Income Fund)

AGF Canadian Tactical Asset Allocation Fund

AGF European Asset Allocation Fund

AGF RSP American Tactical Asset Allocation Fund

AGF World Balanced Fund

AGF Canadian Bond Fund

AGF Canadian High Income Fund

AGF Canadian Money Market Fund

AGF Global Government Bond Fund

AGF International Group Limited - AGF International Short-Term Income Class

AGF RSP Global Bond Fund

AGF U.S. Dollar Money Market Account

AGF U.S. Income Fund

AGF U.S. Short-Term High Yield Fund

Principal Regulator - Ontario

Type and Date:

Final Simplified Prospectus and Annual Information Form dated April 19th, 2000

Mutual Reliance Review System Receipt dated 25th day of April, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

AGF Funds Inc.

Promoter(s):

N/A

Project #234993

Issuer Name:

Norrep Fund

Principal Jurisdiction - Alberta

Type and Date:

Final Simplified Prospectus and Annual Information Form 19th day of April, 2000

Received dated April 12th, 2000

Offering Price and Description:

Mutual Fund Units - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

Registered Dealers

Promoter(s):

Norrep Inc.

Project #164985

Issuer Name:

AGF International Group Limited - Ethical Class Series F Securities

Principal Regulator - Ontario

Type and Date:

Preliminary and Pro Forma Simplified Prospectus and Annual Information Form dated January 28th, 2000

Withdrawn 19th day of April, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

AGF Funds Inc.

Promoter(s):

N/A

Project #235131

Issuer Name:

AGF International Group Limited - Ethical Class Mutual Fund
Securities

Principal Regulator - Ontario

Type and Date:

Preliminary and Pro Forma Simplified Prospectus and Annual
Information Form dated January 28th, 2000

Withdrawn 19th of April, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

AGF Funds Inc.

Promoter(s):

N/A

Project #234993

Chapter 12

Registrations

12.1.1 Securities

Type	Company	Category of Registration	Effective Date
New Registration	National Financial Securities Inc. Attention: Gregory Leonard Davies 180 Atwell Drive Suite 502 Etobicoke, Ontario M9W 6A9	Securities Dealer	April 17/00
New Recognition	Nadal Financial Corporation 45 Hazelton Avenue Toronto, Ontario M5R 2E3	Exempt Purchaser	April 18/00
New Registration	Tricycle Capital Corporation Attention: Jan Holland 2345 Yonge Street Suite 601 Toronto, Ontario M4P 2E5	Limited Market Dealer	April 20/00
New Registration	Creststreet Asset Management Limited Attention: Robert John Toole 130 Adelaide Street West Suite 2320 Toronto, Ontario M5H 3P5	Investment Counsel & Portfolio Manager	April 25/00
New Registration	Rothenberg Capital Management Inc. Attention: Helen Mary Corrigan 4420 St Catherine Street West Westmount, QC H3Z 1R2	Investment Dealer Equities	April 25/00

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Chapter 13

SRO Notices and Disciplinary Decisions

13.1 SRO Notices and Disciplinary Decisions

13.1.1 Retail Access to the Exchange - Request for Comments

REQUEST FOR COMMENTS

Retail Access to the Exchange

On April 10, 2000, the Canadian Securities Administrators ("CSA") announced that relief from suitability obligations may be granted to a dealer who only provides trade execution services for clients. In order to facilitate the implementation of the initiative by the CSA, the Board of Directors of the Exchange on April 25, 2000 approved amendments to the Rules and Policies regarding access to trading on the Exchange (the "Access Requirements") to permit Participating Organizations ("POs") that have obtained the necessary relief from securities regulatory authorities to transmit orders from clients directly to the trading system of the Exchange.

The changes to the Access Requirements are effective immediately and will remain in effect on an interim basis pending approval of the changes by the Ontario Securities Commission following public notice and comment. Comments on the changes to the Access Requirements should be in writing and delivered within 30 days of the date of this notice to:

James E. Twiss
Legal and Policy Counsel
Regulatory & Market Policy
The Toronto Stock Exchange
2 First Canadian Place
Toronto, Ontario. M5X 1J2
Fax: (416) 947-4398
e-mail: jtwiss@tse.com

A copy should also be provided to:

Randee Pavalow
Manager, Market Regulation
Capital Markets Branch
Ontario Securities Commission
Suite 800, Box 55,
20 Queen Street West
Toronto, Ontario. M5H 3S8
Fax: (416) 593-8240

CSA Initiative

Current securities rules require a dealer to ensure that each transaction in securities is appropriate for the client and in keeping with the client's investment objectives. The CSA proposes to grant relief from suitability obligations to a dealer who only provides trade execution services for clients. Initially, the relief will be available upon the application of a dealer provided:

- the dealer operates as a legal entity or business unit that does not offer advice or recommendations on the purchase or sale of any security;
- the separate legal entity or business unit has separate letterhead, accounts, registered personnel and account documentation;
- the dealer does not compensate individuals based on transactional values; and
- the dealer receives from the client a written informed acknowledgement that no advice or recommendation will be given by the dealer and that no determination of suitability will be made for any purchase or sale of a security through the legal entity or business unit.

The full text of the CSA release can be downloaded from the Ontario Securities Commission website: <http://www.osc.gov.on.ca>.

Current Access Requirements

POs are able to provide direct access to clients provided:

- the client is in a class prescribed by the Exchange (essentially domestic and foreign institutional clients and affiliates);
- the PO's system has been approved by the Exchange and it:
 - supports compliance with Exchange Requirements on entry and trading of orders,
 - ensures security of access,
 - allows the PO to receive an immediate report of the entry and execution of orders,
 - employs order parameters that permit the PO to route orders over a certain size or value, as agreed to with the client, to a trader; and
- the PO and client enter into a standard form of agreement approved by the Exchange which agreement must include provisions for:

- the obligation of the client to comply with Exchange Requirements respecting entry and trading of orders,
- parameters on orders the client may enter,
- the right of the PO to reject any order or to change or remove any order or cancel any trade,
- the obligation of the PO to train the client on applicable Exchange Requirements, and
- the obligation of the PO to inform the client of change to applicable Exchange Requirements.

Discussion of Amendments

In order to facilitate any relief granted to a PO, the Exchange must permit access to retail customer orders routed to the Exchange through a PO without review or handling by a person employed by that PO. On April 6, 2000, the Board approved in principle the concept of amending the Access Requirements subject to the Exchange providing reasonable notice to POs of the requirements to obtain clearance from the Exchange to enter orders directly. Regulatory Notice 2000-09, issued by the Exchange on April 13, 2000, summarizes these requirements.

The amendments to the Access Requirements are in Appendix "A" and the amendments would:

- expand the class of "eligible entities" to include any client that enters an order through an "Order-Execution Account" (defined as an account for which the PO is exempt, in whole or in part, from determining the suitability of trades for the client);
- permit the agreement between a PO and a client for an Order-Execution Account to be in written form or in the form of a written or electronic notice acknowledged by the client prior to the entry of the initial order; and
- exempt the PO from the requirement to:
 - state the specific order parameters in the agreement,
 - provide training in Exchange Requirements, and
 - provide updates in Exchange Requirements,

provided the system of the PO enforces Exchange Requirements related to the entry of orders or routes orders that do not comply with Exchange Requirements related to the entry of orders to an Approved Trader for review prior to entry into the trading system of the Exchange.

In the opinion of the Exchange, the amendments are necessary as the number of clients who may operate Order-Execution Accounts would make the application of the current Access Requirements impractical for POs to:

- obtain new written agreements in a standardized form from each client;
- set customized order parameters for each client; and
- provide each client with training and updating on applicable Exchange Requirements.

Implementation

To the extent that a PO does not vet an order, there is a greater risk that an order may not comply with Exchange Requirements. In the opinion of the Exchange, this risk largely can be mitigated through:

- automated review of orders prior to entry into the trading system of the Exchange; and
- effective compliance and supervisory procedures by the PO.

The Exchange will require a PO to provide written certification that it has appropriate systems functionality and compliance and supervisory procedures in place prior to allowing orders to be directed to the Exchange from Order-Execution Accounts. In particular, the Exchange will require assurances that orders from an Order-Execution Account will comply with:

- short sale rules;
- order marking and designation requirements;
- splitting limitations (such that only the first order in a series of orders in the same security during a trading session which would qualify for the minimum guaranteed fill facility); and
- price restrictions.

As part of the approval process, the Exchange will require information about the types of orders the PO intends to allow retail clients to enter without prior review (e.g. only sales from a long position) and what filters the PO's system can perform on an order prior to its entry to the Exchange. The Exchange will also want to review the specific compliance and supervisory procedures adopted by the PO for Order-Execution Accounts.

POs intending to apply for relief from the suitability requirements are urged to contact the Regulatory and Market Policy Division of the Exchange as soon as possible to discuss the steps which the PO intends to take to ensure that orders from clients covered by the relief continue to comply with Exchange Requirements.

Continuing Responsibility of Participating Organizations

POs are fully responsible for ensuring that all orders routed to the Exchange under the Access Requirements (including any orders that may be entered from Order-Execution Accounts) and the resulting trades are in compliance with Exchange Requirements.

Future Developments

The CSA has indicated that it will continue to work with the IDA to explore ways of providing similar relief to "other categories of dealers". Depending upon the outcome of these discussions, the Exchange may consider additional changes to the Access Requirements.

Questions

Questions concerning this notice should be directed to Regulatory and Market Policy by contacting either Patrick Ballantyne, Director at (416) 947-4281 or James E. Twiss, Legal and Policy Counsel at (416) 947-4333.

BY ORDER OF THE BOARD OF GOVERNORS

LEONARD P. PETRILLO
VICE PRESIDENT, GENERAL
COUNSEL AND SECRETARY

APPENDIX "A"

THE RULES

of

THE TORONTO STOCK EXCHANGE

The Rules of The Toronto Stock Exchange are hereby amended as follows:

1. Rule 1-101 is amended by adding the following definition of "Order Execution Account":

"Order-Execution Account" means the account of a client of a Participating Organization in respect of which the Participating Organization is exempted, in whole or in part, from making a determination on the suitability of trades for the client in accordance with the requirements of a securities regulatory authority or recognized self-regulatory organization.

THIS RULE AMENDMENT MADE this 25th day of April, 2000 to be effective immediately subject to the approval of the amendment by the Ontario Securities Commission.

Daniel F. Sullivan, Chair

Leonard P. Petrillo, Secretary

THE POLICIES

of

THE TORONTO STOCK EXCHANGE

The Policies of The Toronto Stock Exchange are hereby amended as follows:

1. Policy 2-501(1) is amended by adding the following clause:
 - (i) a client that enters an order through an Order-Execution Account.

2. Policy 2-502 is amended by adding the following:
 - (4) If the agreement required by Rule 2-502(b) is between a Participating Organization and a client in respect of an Order-Execution Account, the agreement:
 - (a) may be in written form or be in the form of a written or electronic notice acknowledged by the client prior to the entry of the initial order in respect of such Order-Execution Account; and
 - (b) may omit provisions that would otherwise be required by Policy 2-502(2)(c), (g) and (h) if the order routing system of the Participating Organization:
 - (i) enforces the Exchange Requirements relating to the entry of orders, or
 - (ii) routes orders that do not comply with Exchange Requirements relating to the entry of orders to an Approved Trader for review prior to entry to the trading system.

3. Policy 2-502(3) is amended by adding the words "If required by the terms of the agreement between the eligible client and the Participating Organization," at the beginning of paragraph 2.

THIS POLICY AMENDMENT MADE this 25th day of April, 2000 to be effective immediately subject to the approval of the amendment by the Ontario Securities Commission.

Daniel F. Sullivan, Chair

Leonard P. Petrillo, Secretary

Chapter 14

**Take-over Bids, Issuer Bids, Going Private Transactions and Early
Warning Reports**

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IN THIS ISSUE

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Chapter 25
Other Information

25.1.1 Securities

TRANSFER WITHIN ESCROW

<u>COMPANY NAME</u>	<u>DATE</u>	<u>FROM</u>	<u>TO</u>	<u>NO. AND TYPE OF SHARES</u>
Toxin Alert Inc.		William T Bodenhamer	Charles W. Ralston	10,000
		William T Bodenhamer	A. Michael Espy	25,000 (warrants)
		William T Bodenhamer	Richard Douglas	25,000 (warrants)
		William T Bodenhamer	Dr. Eric B. Stanton	10,000(warrants)
		William T Bodenhamer	Robert E. Bodenhamer	20,000 (warrants)
		William T Bodenhamer	John Doherty	5,000 (warrants)

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