

Richard M. Barnowski
Secretary-Treasurer

October 30th, 2000

British Columbia Securities Commission
Alberta Securities Commission
Saskatchewan Securities Commission
Manitoba Securities Commission
Ontario Securities Commission
Office of the Administrator, New Brunswick
Registrar of Securities, Prince Edward Island
Nova Scotia Securities Commission
Dept. of Government Services & Lands,
Newfoundland & Labrador
Registrar of Securities, Northwest Territories
Registrar of Securities, Yukon Territory
Registrar of Securities, Nunavut

c/o John Stevenson
Ontario Securities Commission
20 Queen Street West
Suite 800, Box 55
Toronto, Ontario M5H 3S8

Claude St. Pierre, Secretary
Commission des valeurs mobilières du Québec
800 Victoria Square
Stock Exchange Tower
P.O. Box 246, 17th Floor
Montreal Quebec H4Z 1G3

Dear Mr. Stevenson:

Re: Proposed National Instrument 54-101

The members of The Securities Transfer Association of Canada ("STAC") provide security transfer agency and related services to Canadian publicly traded issuers. Our services include the offering of meeting services such as proxy mailing, tabulation and scrutineering for over 5,000 shareholder meetings annually.

STAC is of the view that the September, 2000 Draft National Instrument 54-101 provides a mechanism whereby issuers have access to Non Objecting Beneficial Ownership data for proxy and other corporate purposes. Accordingly, the CSA's primary objective is achieved.

We recognize that the imposition of certain fees under the proposed policy and the intermediaries' obligation to provide omnibus proxies as issues requiring further exploration. We look forward to working with other industry participants to develop solutions for the benefit of all stakeholders once the Instrument has been implemented.

We wish to take this opportunity to suggest an improvement to the Draft Instrument re: the **Use of Beneficial Owner E-Mail Information**.

The Draft Instrument specifies that a beneficial shareholder who has consented to receive material via electronic mail will have their e-mail address included in the provision of Ownership Information. However, the Draft Instrument does not provide a mechanism whereby the email address can be used by the issuer for communication directly with the beneficial owner. (Footnote 13 states "... Any consent of the beneficial owner restricted to its intermediary cannot be used by a reporting issuer.")

We suggest that the Draft Instrument Form 54-101F1 be modified to include email address in the description of information that will be disclosed to the issuer of securities with further clarifications elsewhere in the Draft Instrument as required to the effect that the email address may be used by issuers to communicate electronically with beneficial owners.

We trust that the foregoing is of assistance to the CSA and should you require further assistance or clarification, we invite you to contact us.

Richard M. Barnowski
Security Transfer Association of Canada