

The Ontario Securities Commission

OSC Bulletin

May 3, 2002

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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)

The Ontario Securities Commission

Cadillac Fairview Tower
Suite 1903, Box 55
20 Queen Street West
Toronto, Ontario
M5H 3S8

416-593-8314 or Toll Free 1-877-785-1555

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Carswell
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M1T 3V4

416-609-3800 or 1-800-387-5164

Contact Centre - Inquiries, Complaints:

Fax: 416-593-8122

Capital Markets Branch:

Fax: 416-593-3651

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- Filings Team 2:

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One Corporate Plaza
2075 Kennedy Road
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M1T 3V4

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Chapter 1

Notices / News Releases

1.1 Notices

1.1.1 Current Proceedings Before The Ontario Securities Commission

MAY 3, 2002

CURRENT PROCEEDINGS

BEFORE

ONTARIO SECURITIES COMMISSION

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

The Harry S. Bray Hearing Room
Ontario Securities Commission
Cadillac Fairview Tower
Suite 1700, Box 55
20 Queen Street West
Toronto, Ontario
M5H 3S8

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Telecopiers: 416-593-8348

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Derek Brown	—	DB
Robert W. Davis, FCA	—	RWD
Robert W. Korthals	—	RWK
Mary Theresa McLeod	—	MTM
H. Lorne Morphy, Q. C.	—	HLM
R. Stephen Paddon, Q.C.	—	RSP

SCHEDULED OSC HEARINGS

May 6 & 7, 30 & 31/02
9:30 a.m. - 4:30 p.m.

May 28/02
2:00 p.m.

May 29/02
9 a.m. - 12:00 p.m.

June 3, 24, 26 & 27/02
9:30 a.m.

June 10/02
1 p.m. - 4 p.m.

June 11 & 25/02
2:00 - 4:30 p.m.

June 17/02
10:30 a.m. - 4:30 p.m.

June 18/02
9:00 - 3:00 p.m.

June 19/02
9:30 - 4:30 p.m.

August 6 & 20/02
2:00 - 4:30 p.m.

August 7, 8, 12 - 15, 19, 21, 22, 26-29/02
9:30 a.m. - 4:30 p.m.

September 3 & 17/02
2:00 -4:30 p.m.

September 6, 10, 12, 13, 24, 26 & 27/02
9:30 a.m. - 4:30 p.m.

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

s.127

K. Daniels/M. Code/J. Naster/I. Smith
in attendance for staff.

Panel: HIW / DB / RWD

May 6/02
10:00 a.m. Teodosio Vincent Pangia, Agostino Capista and Dallas/North Group Inc.

S. 127

Y. Chisholm in attendance for Staff

May 13 - 17/02
10:00 a.m. Panel: PMM
Yorkton Securities Inc., Gordon Scott Paterson, Piergiorgio Donnini, Roger Arnold Dent, Nelson Charles Smith and Alkarim Jivraj (**Piergiorgio Donnini**)

s. 127(1) and s. 127.1

J. Superina in attendance for Staff

May 21/02
10:00 a.m. Panel: PMM / KDA / MTM
Lydia Diamond Explorations of Canada Ltd., Jurgen von Anhalt, Emilia von Anhalt and Fran Harvie

s. 127 and 127.1

M. Britton in attendance for Staff

Panel: TBA

June 12/02
9:30 a.m. Livent Inc., Garth H. Drabinsky, Myron I. Gottlieb, Gordon Eckstein and Robert Topol

s. 127

J. Superina in attendance for Staff

June 17, 18, 19,
20, 21, 24 &
26/02
10:00 a.m. Panel: HIW
Brian K. Costello

s. 127

H. Corbett in attendance for Staff

June 25
2:00 - 4:00 p.m. Panel: PMM

July 8 - 12/02
July 15 - 19/02
10:00 a.m. -

August 20/02
2:00 p.m. **Mark Bonham and Bonham & Co. Inc.**

s. 127

August 21 to
31/02
9:30 a.m. M. Kennedy in attendance for staff

Panel: PMM / KDA / HPH

ADJOURNED SINE DIE

Buckingham Securities Corporation, Lloyd Bruce, David Bromberg, Harold Seidel, Rampart Securities Inc., W.D. Latimer Co. Limited, Canaccord Capital Corporation, BMO Nesbitt Burns Inc., Bear, Stearns & Co. Inc., Dundee Securities Corporation, Caldwell Securities Limited and B2B Trust

DJL Capital Corp. and Dennis John Little

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

First Federal Capital (Canada) Corporation and Monter Morris Friesner

Global Privacy Management Trust and Robert Cranston

Irvine James Dyck

Ricardo Molinari, Ashley Cooper, Thomas Stevenson, Marshall Sone, Fred Elliott, Elliott Management Inc. and Amber Coast Resort Corporation

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

Offshore Marketing Alliance and Warren English

Philip Services Corporation

Rampart Securities Inc.

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

S. B. McLaughlin

Southwest Securities

Terry G. Dodsley

1.1.2 OSC Continuous Disclosure Advisory
Committee - OSC Notice 51-707

ONTARIO SECURITIES COMMISSION NOTICE 51-707

**OSC CONTINUOUS DISCLOSURE ADVISORY
COMMITTEE**

The Ontario Securities Commission is establishing a Continuous Disclosure Advisory Committee (CDAC).

The OSC's Continuous Disclosure Team is responsible for reviewing continuous disclosure filings made by reporting issuers, addressing policy issues in the area of continuous disclosure, and monitoring external sources for possible CD issues. The team works to increase awareness of continuous disclosure issues and to effect greater discipline in the marketplace with respect to continuous disclosure obligations.

The Commission recognizes the critical importance of consulting with industry participants and other stakeholders in carrying out its mandate. The current interest in corporate disclosure makes it vital that the CD team receive regular, informed input from the marketplace. The CDAC will advise staff on a range of matters including the planning, implementation and communication of its review program, and policy- and rule-making initiatives. The CDAC will also serve as a forum to make the CD team aware of emerging issues and to critically assess the team's procedures.

The CDAC will be made up of approximately twelve individual members. The CDAC will meet four to six times a year and members will serve two-year terms. Members are expected to have extensive knowledge of continuous disclosure issues and a strong interest in securities regulatory policy as it relates to these issues. As such, familiarity with securities regulation would be helpful.

The CDAC will be chaired by a Commission staff representative who will serve a two-year term. The initial chair will be John Hughes.

Representatives of reporting issuers, industry associations and other interested persons are invited to apply in writing for membership on the CDAC indicating their areas of practice and relevant experience. Interested parties should submit their application by June 15, 2002. Applications and any queries regarding this Notice may be forwarded to:

"John Hughes"
Manager, Continuous Disclosure Team
Ontario Securities Commission
416-593-3695
jhughes@osc.gov.on.ca

1.1.3 Notice of Correction - NI 54-101 Notice

The Notice regarding National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer* (the "Instrument"), that was published in the April 5, 2002 Bulletin at (2002) 25 OSCB 1863 incorrectly stated that the Instrument and National Instrument 54-102 *Interim Financial Statement and Report Exemption* ("NI 54-102") were each sent to the Minister on April 2, 2002. The Notice should have stated that the Instrument and NI 54-102 were sent on April 3, 2002.

Chapter 2

Decisions, Orders and Rulings

2.1 Decisions

2.1.1 CanAlaska Ventures Ltd. - MRRS Decision

Headnote

MRRS – Relief granted from the requirement in National Instrument 43-101 to have a qualified person inspect the property that is the subject of a technical report – access to property is not possible due to winter conditions.

National Instrument

National Instrument 43-101 Standards of Disclosure For Mineral Projects, ss. 6.2 and 9.1.

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

AND

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

AND

**IN THE MATTER OF
CANALASKA VENTURES LTD.**

MRRS DECISION DOCUMENT

WHEREAS the local securities regulatory authority or regulator (the “Decision Maker”) in each of British Columbia, Alberta, Ontario, Manitoba and Newfoundland (the “Jurisdictions”) has received an application from CanAlaska Ventures Ltd. (the “Filer”) for a decision under the securities legislation of the Jurisdictions (the “Legislation”) that the requirement contained in the Legislation to have at least one qualified person preparing or supervising the preparation of a technical report inspect the property that is the subject of the technical report (the “Personal Inspection Requirement”) will not apply to the Filer in respect of a technical report to be prepared in connection with the Filer’s public offering of securities;

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

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

1. The Filer is incorporated under the *Company Act* (British Columbia) with its head office in British Columbia.
2. The Filer’s authorized capital is 100,000,000 common shares without par value, of which 12,915,783 common shares were outstanding as at March 13, 2002.
3. The Filer’s common shares are listed on the Canadian Venture Exchange Inc.
4. The Filer is a reporting issuer under the Legislation of each Jurisdiction and is not in default of any requirements of the Legislation.
5. The Filer entered into an option agreement dated December 6, 2001 with Artik Geosciences Ltd. to acquire a 100% interest in the newly staked Otish property (the “Property”) located in the Otish Mountain area of northern Québec.
6. The Property has not had any exploration work performed on it and no resource has been defined to date.
7. The Filer is having a technical report (the “Report”) prepared relating to the Property and has retained Peter Walcott, P.Eng., a qualified person as defined in National Instrument 43-101 *Standards of Disclosure for Mineral Projects* (“NI 43-101”), to prepare the Report.
8. The Filer intends to make an offering (the “Offering”) of its securities to the public in British Columbia and Alberta through the facilities of the CDNX under a short form offering document (the “Offering Document”) and intends to file an annual information form in respect of its financial year ended April 30, 2001 (the “AIF”) in connection with the Offering.
9. The AIF and Offering Document will describe the Property based on the information in the Report.
10. NI 43-101 requires at least one qualified person preparing or supervising the preparation of the Report to inspect the Property; and
11. Due to the winter conditions since the Filer acquired the option on the Property, access for a proper site inspection is not possible at this time; accordingly, a qualified person is unable to complete a personal inspection of the Property prior to the Offering.

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

AND WHEREAS each of the 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 Maker under the Legislation is that the Filer is exempt from the Personal Inspection Requirement in respect of the Report for use in connection with the AIF, provided that the Report and the AIF include a statement that a personal inspection has not been conducted by the qualified person, as defined in NI 43-101, and the reasons why a personal inspection was not conducted.

April 17, 2002.

"Brenda Leong"

2.1.2 Ivanhoe Cambridge I Inc. - MRRS Decision

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - exemptive relief granted from filing continuous disclosure documents for year ended December 31, 2001 and first quarter ended March 31, 2002 - issuer has only one series of public debt securities outstanding and intends to redeem these securities on June 30, 2002 and apply to cease to be a reporting issuer - advance notice given to security holders.

Applicable Ontario Statutory Provisions

Securities Act, R.S.O. 1990, c.S.5, as am, s. 77, 78, 79, s.80(b)(iii) and 81(1).

Applicable Ontario Rules Cited

OSC Rule 51-501- AIF and MD&A, (2000) 23 OSCB 8365, as am., s. 1.2(2), 2.1(1), 3.1, 4.1(1), 4.3 and 5.1.

OSC Rule 52-501- Financial Statements, (2000) 23 OSCB 8372, s. 2.2(2) and 4.1.

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

AND

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

AND

**IN THE MATTER OF
IVANHOE CAMBRIDGE I INC.**

MRRS DECISION DOCUMENT

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 and Labrador (the "Jurisdictions") has received an application from Ivanhoe Cambridge I Inc. (the "Corporation") for:

- (i) a decision pursuant to the securities legislation of the Jurisdictions (the "Legislation") that the requirements, where applicable, contained in the Legislation to file and send to securityholders, its:
 - (a) comparative financial statements for the year ended

- December 31, 2001 (the "Annual Statements");
- (b) annual report for the year ended December 31, 2001 (the "Annual Report");
- (c) report in lieu of an information circular for the year ended December 31, 2001 (the "Annual Filing"); and
- (d) interim financial statements for the quarter ending March 31, 2002 (the "Interim Statements");
- shall not apply to the Corporation; and
- (ii) in Ontario, Saskatchewan and Quebec only, a decision pursuant to the securities legislation of Ontario, Saskatchewan and Quebec, where applicable, that the requirements to file and send to securityholders, its:
- (a) annual information form for the year ended December 31, 2001 (the "AIF");
- (b) management discussion and analysis for the year ended December 31, 2001 (the "Annual MD&A"); and
- (c) interim management discussion and analysis for the quarter ending March 31, 2002 (the "Interim MD&A");
- shall not apply to the Corporation;
- AND WHEREAS** pursuant to the Mutual Reliance System for Exemptive Relief Applications (the "System"), the Ontario Securities Commission is the principal regulator for this application;
- AND WHEREAS** the Corporation has represented to the Decision Makers that:
1. The Corporation is a corporation amalgamated under the laws of the Province of Ontario and its head office is located in Toronto, Ontario;
 2. The Corporation is a reporting issuer or the equivalent in each of the Jurisdictions and is not in default of any of the requirements of the Legislation;
 3. The financial year end for the Corporation is December 31;
 4. The authorized share capital of the Corporation consists of common shares and special shares, of which 222,000,000 common shares and 100 special shares (collectively, the "Shares") are currently issued and outstanding;
 5. All of the Shares of the Corporation are held by Ivanhoe Realities Inc., a wholly-owned subsidiary of Ivanhoe Cambridge Inc. ("Ivanhoe");
 6. Currently, other than the Shares, the Corporation has the following securities outstanding:
 - (i) bonds evidencing real estate mortgages (the "Mortgage Bonds") that were distributed to institutional lenders and other sophisticated investors under the \$150,000 private placement exemption or the exempt purchaser exemption (or equivalent exemptions) in the Jurisdictions, and;
 - (ii) approximately \$2.9 million in aggregate principal amount of 6% Convertible Subordinated Debentures due June 30, 2007 (the "Debentures");
 7. The Corporation is not obligated under the terms of the trust deeds governing the Mortgage Bonds or the terms of the trust indenture governing the Debentures to prepare or send the Annual Statement, Annual Report, Annual Filing, Interim Statement, AIF, Annual MD&A and Interim MD&A (collectively "the Continuous Disclosure Documents") to the holders of the Mortgage Bonds or Debentures;
 8. Pursuant to the terms of the trust indenture, the Debentures can no longer be converted into any other security and may only be redeemed for cash on or after June 30, 2002;
 9. Approximately \$2.6 million principal amount of the Debentures is held by Ivanhoe with the remaining principal amount of \$337,920 being held by approximately 179 beneficial holders;
 10. The Corporation has publicly disclosed that it intends to redeem the Debentures at principal plus accrued interest on June 30, 2002.
 11. The Corporation will send notices to the holders of the Debentures in May 2002 of its intention to redeem the Debentures on or about June 30, 2002;
 12. Upon redemption of the Debentures, the only outstanding securities of the Corporation will be the Shares owned by Ivanhoe Realities Inc. and the Mortgage Bonds held by lenders to the Corporation;
 13. The Corporation's securities are not listed or traded on any stock exchange;

14. The Corporation is not in default under the trust indenture governing the Debentures with respect to payment of interest or otherwise, or under any of the trust deeds governing the Mortgage Bonds;
15. Following the making of this Decision (as defined below), the Corporation will issue a press release stating that it has obtained relief from the requirement to file and send its Continuous Disclosure Documents and that it will apply to cease to be a reporting issuer following the redemption of the Debentures;

- (b) the Corporation files an application as soon as reasonably possible after the redemption of the Debentures to the applicable securities regulatory authorities or regulators to have the Corporation deemed to have ceased to be a reporting issuer in the Jurisdictions.

April 16, 2002.

“John Hughes”

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

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

THE DECISION of the Decision Makers pursuant to the Legislation is that the requirements contained in the Legislation to file and send to securityholders, the Annual Statements, the Annual Report, the Annual Filing, where applicable, and the Interim Statements, shall not apply to the Corporation provided that:

(a) the Debentures are redeemed on or about June 30, 2002; and

(b) the Corporation files an application as soon as reasonably possible after the redemption of the Debentures to the applicable securities regulatory authorities or regulators to have the Corporation deemed to have ceased to be a reporting issuer in the Jurisdictions;

April 16, 2002.

“Theresa McLeod”

“Lorne Murphy”

THE FURTHER DECISION of the securities regulatory authority or securities regulator in each of Ontario, Saskatchewan and Quebec is that the requirements pursuant to the legislation of Ontario, Saskatchewan and Quebec to file and send to securityholders, the AIF, the Annual MD&A and the Interim MD&A, where applicable, shall not apply to the Corporation provided that:

(a) the Debentures are redeemed on or about June 30, 2002; and

2.1.3 Oracle Corporation - MRRS Decision

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - relief from registration and prospectus requirements for trades involving employees and former employees pursuant to an employee stock option plan.

Applicable Ontario Statutory Provisions

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

Applicable Ontario Rules

Rule 45-503 - Trades to Employees, Executives and Consultants (1998), 21 OSCB 117

Multilateral Instrument 45-102 - Resale of Securities (2001), 24 O.S.C.B.

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

AND

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

AND

**IN THE MATTER OF
ORACLE CORPORATION**

MRRS DECISION DOCUMENT

WHEREAS the local securities regulatory authority or regulator ("**Decision Maker**") in each of Ontario, British Columbia, Alberta, Saskatchewan, Manitoba, New Brunswick and Nova Scotia ("**Jurisdictions**") has received an application from Oracle Corporation ("**Oracle**" or "**Company**") for a decision pursuant to the securities legislation of the Jurisdictions ("**Legislation**") that:

- (i) 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 (collectively with the Registration Requirement, the "**Registration and Prospectus Requirements**") shall not apply to certain trades in shares of Oracle common stock ("**Shares**") and Awards, as defined below, made in connection with the Oracle 1991 Long-Term Equity Incentive Plan ("**1991 LTIP**"), the Oracle 2000 Long-Term Equity Incentive Plan ("**2000 LTIP**") and the

Employee Stock Purchase Plan (1992) ("**ESPP**") (collectively, "**Plans**"); and

- (ii) the requirements contained in the Legislation relating to the delivery of an offer and issuer bid circular and any notices of change or variation thereto, minimum deposit periods and withdrawal rights, taking up and paying for securities tendered to an issuer bid, disclosure, restrictions upon purchases of securities, bid financing, identical consideration and collateral benefits together with the requirement to file a reporting form within 10 days of an exempt issuer bid and pay a related fee ("**Issuer Bid Requirements**") shall not apply to certain acquisitions by Oracle of Shares or Awards pursuant to the Plans in the Jurisdictions.

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

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

1. Oracle is presently a corporation incorporated under the laws of the State of Delaware. The executive offices of Oracle are located in Redwood Shores, California.
2. The Company is registered with the Securities and Exchange Commission ("**SEC**") in the U.S. under the U.S. Securities Exchange Act of 1934 ("**Exchange Act**") and is not exempt from the reporting requirements of the Exchange Act pursuant to Rule 12g 3-2 made thereunder.
3. Oracle is not, and has no present intention of becoming, a reporting issuer in any jurisdiction in Canada. The majority of the directors and senior officers of Oracle reside outside of Canada.
4. The authorized share capital of Oracle consists of 11,000,000,000 Shares and 1,000,000 shares of preferred stock ("**Preferred Shares**"). As of December 31, 2001, there were 5,497,177,469 Shares and no Preferred Shares issued and outstanding.
5. The Shares are quoted on the Nasdaq National Market ("**Nasdaq**").
6. Oracle intends to use the services of one or more agents or brokers ("**Agents**") under the Plans. The current Agents for the Plans are E*TRADE Canada Securities, Inc., AST Stock Plan, Inc. and Delphi Asset Management Corp. Not all of the current Agents are registered to conduct retail trades in the Jurisdictions and, if replaced, or if additional Agents are appointed, are not all expected to be registered in the Jurisdictions. Agents that are not registered in the Jurisdictions

- are or will be registered under applicable U.S. securities or banking legislation to trade in securities, if required under such legislation, and are or will be authorized by Oracle to provide services under the Plans. An Agent that is not registered in the Jurisdictions but is registered to trade in securities in the U.S. is referred to as a **"Foreign Agent"**.
7. The Agents' role in the Plans may include: (a) assisting with the administration of the Plans, including record-keeping functions; (b) facilitating the exercise of Options (as defined below) granted under the Plans (including cashless and stock-swap exercises) to the extent that they are exercisable for Shares; (c) facilitating the issuance of Shares pursuant to the ESPP; (d) facilitating the cancellation and surrender of Awards (as defined below) as permitted under the Plans; (e) holding Shares issued under the Plans on behalf of Participants (as defined below), Former Participants (as defined below) and Permitted Transferees (as defined below); (f) facilitating the resale of the Shares issued in connection with the Plans; and (g) facilitating the mechanisms as set out in the Plans for the payment of withholding taxes.
 8. The Plans are administered by the board of directors of the Company ("**Board**") and/or a committee appointed by the Board ("**Committee**").
 9. All necessary securities filings have been made in the U.S. in order to offer the Plans to Participants of Oracle and its affiliates ("**Oracle Companies**"). The Plans have been approved by the shareholders of Oracle.
 10. A prospectus prepared according to U.S. securities laws describing the terms and conditions of the Plans will be delivered to each Canadian Participant who is eligible to participate in the ESPP or who receives an Award under the 2000 LTIP or the 1991 LTIP. The annual reports, proxy materials and other materials Oracle is required to file with the SEC will be provided or made available to Canadian Participants at the same time and in the same manner as the documents are provided or made available to U.S. Participants.
 11. The sale of Shares acquired under the Plans may be made by Participants, Former Participants or Permitted Transferees through the Agents.
 12. As there is no market for the Shares in Canada and none is expected to develop, it is expected that the resale by Participants, Former Participants and Permitted Transferees of the Shares acquired under the Plans will be effected through Nasdaq.
 13. As of August 20, 2001, Canadian shareholders of Oracle did not own, directly or indirectly, more than 10% of the issued and outstanding Shares and did not represent in number more than 10% of the shareholders of the Company.
 14. The purposes of the 1991 LTIP and the 2000 LTIP are to provide an incentive to eligible employees, independent consultants, advisers, officers and directors of the Oracle Companies whose present and potential contributions are important to the continued success of the Company; to afford such persons an opportunity to acquire a proprietary interest in the Company; and to enable the Company to continue to enlist and retain in its employ the best available talent for the successful conduct of its business. It is Oracle's intention to only allow employees of the Oracle Companies ("**Participants**") in Canada to participate in the 1991 LTIP and 2000 LTIP at this time.
 15. The following awards are offered under the 1991 LTIP and 2000 LTIP: (a) stock options exercisable for Shares ("**Options**"); (b) stock purchase rights; (c) stock appreciation rights; and (d) long-term performance awards (collectively, the "**Awards**"). The Awards are non-transferable. It is Oracle's intention to only offer Options to Participants in Canada at this time.
 16. The Shares issued under the 1991 LTIP and 2000 LTIP are previously authorized but unissued Shares or reacquired Shares, whether purchased on the market or otherwise.
 17. Participants who participate in the 1991 LTIP and 2000 LTIP will not be induced to purchase Shares by expectation of employment or continued employment.
 18. The maximum number of Shares that may be issued under the 1991 LTIP is 480,950,499 and under the 2000 LTIP is 570,893,278 plus any unused Shares under the 1991 LTIP that may be transferred to the 2000 LTIP. The foregoing maximum amount is subject to adjustment as provided for in the Plans.
 19. The Committee may, in its sole discretion, grant Options to eligible Participants. Each Option granted under the 1991 LTIP and 2000 LTIP will be evidenced by an Option agreement ("**Option Agreement**").
 20. As of December 31, 2001, there were 952 Participants in Canada eligible to receive Options under the 2000 LTIP: 696 Participants in Ontario; 53 Participants in British Columbia; 43 Participants in Alberta; 4 Participants in Saskatchewan; 10 Participants in Manitoba; 140 Participants in Québec; 4 Participants in New Brunswick; and 2 Participants in Nova Scotia. No more Awards are being made under the 1991 LTIP.

Decisions, Orders and Rulings

21. Subject to the provisions of the 1991 LTIP and 2000 LTIP, the Committee has the sole authority to determine the number of Shares covered by each Option and the conditions and limitations applicable to the exercise of the Option.
22. Options shall be exercisable at such times and subject to such terms and conditions as the Committee may specify, provided that no Option shall be exercisable after the expiration of ten years from the date of grant.
23. The exercise price for Options ("**Exercise Price**") will be specified in the Option Agreement and will be established at the discretion of the Committee. Generally, the Exercise Price per Share shall be the Fair Market Value (as defined in the 1991 LTIP and 2000 LTIP) of a Share on the effective date of grant of the Option.
24. The Committee shall establish procedures governing the exercise of Options. Generally, in order to exercise an Option, a Participant, Former Participant or Permitted Transferee must submit to Oracle or an Agent a notice of exercise in the form and manner prescribed by the Committee ("**Notice of Exercise**") identifying the Option and number of Shares being purchased, together with full payment for the Shares. The Notice of Exercise shall specify which type of exercise will be used to pay the Exercise Price and other costs, if any.
25. Following the termination of a Participant's relationship with the Oracle Companies for reasons of disability, retirement or any other reason ("**Former Participant**") or where the Option has been transferred on the death of a Participant by will or pursuant to the laws of intestacy or where the Option has been transferred to family members and trusts and charitable institutions as the Committee shall approve at the time of the grant of such Option ("**Permitted Transferees**"), the Former Participants and Permitted Transferees will continue to have rights in respect of the Plans ("**Post-Termination Rights**"). Post-Termination Rights may include, among other things, the right of a Former Participant or Permitted Transferee to exercise an Option for a period determined in accordance with the Plans and the right to sell Shares acquired under the Plans through the Agents. Post-Termination Rights are only available if the right was earned by the Participant while the Participant still had a relationship with the Oracle Companies.
26. The purpose of the ESPP is to provide Participants an opportunity to purchase Shares through payroll deductions.
27. Subject to adjustments as provided for in the ESPP, an aggregate of 405,000,000 Shares have been reserved for issuance under the ESPP.
28. As of December 31, 2001, there were 952 Participants in Canada eligible to purchase Shares under the ESPP: 696 Participants in Ontario; 53 Participants in British Columbia; 43 Participants in Alberta; 4 Participants in Saskatchewan; 10 Participants in Manitoba; 140 Participants in Quebec; 4 Participants in New Brunswick; and 2 Participants in Nova Scotia.
29. Participants may participate in an offering by delivering a subscription agreement to the Company within the time specified in the ESPP, in the prescribed form, thereby authorizing regular payroll deductions accumulated in a periodic deposit account maintained on behalf of the Participant in the ESPP.
30. The purchase price of Shares acquired under the ESPP shall not be less than the lesser of (i) an amount equal to 85% of the fair market value of a Share on the Offering Date, as defined in the ESPP; or (ii) an amount equal to 85% of the fair market value of a Share on the Exercise Date, as defined in the ESPP.
31. An ESPP Participant may authorize deductions not exceeding 10% of compensation, up to a maximum of US\$21,250 per year.
32. Immediately upon termination for any reason of a Participant's employment with the Oracle Companies, the accumulated payroll deductions shall be distributed to the terminated employee, without interest, unless termination occurs within 15 days of the end of the Offering Period, as defined in the ESPP, in which case the purchase will occur at the end of the Offering Period. A terminated Participant shall immediately cease to participate in the ESPP.
33. Pursuant to the 1991 LTIP and the 2000 LTIP, the acquisition of Awards and Shares by the Company in certain circumstances may constitute an "issuer bid". The terms of the Plans permit Option holders to surrender Shares to the Company on a stock-swap exercise; for the Company to withhold Shares in order to satisfy tax-withholding obligations (the Shares so withheld will have a Fair Market Value (as defined in the Plans) equal to the amount required to be withheld); for the Company to buy out for a payment in cash or Shares an Option; for the Company to substitute new Options for previously issued Options. The exemptions in the Legislation from the Issuer Bid Requirements may not be available for such acquisitions by the Company since such acquisitions may occur at a price that is not calculated in accordance with the "market price," as that term is defined in the Legislation and may be made from persons other than employees or former employees.

34. The Legislation of the Jurisdictions does not contain exemptions from the Registration and Prospectus Requirements for all the trades in Awards and Shares under the Plans.
35. When a Foreign Agent sells Shares on behalf of Participants, Former Participants and Permitted Transferees, the Foreign Agent, Participants, Former Participants and Permitted Transferees may not be able to rely upon the exemptions from the Registration Requirement contained in the Legislation.

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

- (i) the Registration and Prospectus Requirements shall not apply to any trade or distribution of Awards or Shares made in connection with the Plans, including trades and distributions involving the Oracle Companies, the Agents, Participants, Former Participants, and Permitted Transferees, provided that the first trade of Shares acquired through the Plans pursuant to this Decision shall be deemed a distribution or primary distribution to the public under the Legislation unless the conditions in subsection 2.14(1) of Multilateral Instrument 45-102 *Resale of Securities* are satisfied;
- (ii) the first trade of Shares acquired pursuant to the Plans by Participants, Former Participants and Permitted Transferees effected through a Foreign Agent shall not be subject to the Registration Requirement provided that the first trade is executed through a stock exchange or market outside of Canada; and
- (iii) the Issuer Bid Requirements shall not apply to the acquisition by Oracle of Shares or Awards from Participants, Former Participants and Permitted Transferees provided the acquisitions are made in accordance with the terms of the Plans.

March 27, 2002.

"H. Leslie O'Brien"

2.1.4 CanCap Preferred Corporation - Variation of a Prior Decision

Headnote

Variation of prior relief granted under NP 39 - Removal of condition prohibiting securities lending by the Company.

Statutes Cited

Securities Act (Ontario), R.S.O. 1990, c.S.5, as am., s. 144.

VIA FAX AND MAIL

April 24, 2002

Fasken Martineau DuMoulin LLP
Barrister and Solicitors
Stock Exchange Tower
Suite 3400, P.O. Box 242
800 Place Victoria
Montreal, Québec
H4Z 1E9

Attention: François-Bernard Poulin

Dear Sirs/Mesdames,

RE: CanCap Preferred Corporation (the "Company")
- MRRS Application pursuant to Securities Legislation for a variation of a prior decision under National Policy Statement 39 Mutual Funds ("NP 39")
- Application # App. 131/02

By letter dated February 15, 2002 (the "Application"), you applied to the local securities regulatory authority or regulator in each of the provinces of British Columbia, Ontario, Prince-Edward Island and Nova Scotia (collectively, the "Decision Makers"), on behalf of the Company, for a variation of an exemption letter dated June 10, 1997 (the "Exemption Letter"), which granted the Company relief from certain provisions of National Policy Statement 39 Mutual Funds ("NP 39"). The Exemption Letter grants to the Company the relief requested subject to three conditions. Condition (b) (the "Condition") to the Exemption Letter provides that: "no securities lending will be permitted without the Director's prior consent;".

You represent that, given the fact that mutual funds are now permitted to engage in securities lending subject to certain conditions set out in National Instrument 81-102 Mutual Funds ("NI 81-102"), the Company now wishes to engage in securities lending to the extent permitted by NI 81-102. Accordingly, the Application requests that the Exemption Letter be varied by the deletion of the Condition from the Exemption Letter.

This letter confirms that, based on the information and representations made in the Application and for the purposes described in the Application, the Decision Makers

hereby vary the Exemption Letter such that the Condition is deleted from the Exemption Letter.

Yours truly,

"Paul A. Dempsey"
Paul A. Dempsey
Manager, Investment Funds
Capital Markets
(416) 593-8091

2.1.5 divine, inc. and Delano Technology Corporation - MRRS Decision

Headnote

Rule 54-501 - Relief granted from the requirement to reconcile to Canadian GAAP certain financial statements included in an information circular that were prepared in accordance with U.S. GAAP

Ontario Rule Cited

Rule 54-501 Prospectus Disclosure in Certain Information Circulars (2000), 23 OSCB 8519, section 3.1

Rule 41-501 General Prospectus Requirements (2000), 23 OSCB 761, sections 9.1, 9.4; Form 41-501F1 section 8.4 and subsection 8.5(2)

**IN THE MATTER OF
THE SECURITIES LEGISLATION OF
ONTARIO AND ALBERTA**

AND

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

AND

**IN THE MATTER OF
DIVINE, INC.**

AND

**IN THE MATTER OF
DELANO TECHNOLOGY CORPORATION
MRRS DECISION DOCUMENT**

WHEREAS the local securities regulatory authority or regulator (the "Decision Maker") in each of Ontario and Alberta (the "Jurisdictions") has received an application from divine, inc. ("divine") and Delano Technology Corporation ("Delano" and, together with divine, the "Applicants") for a decision under the securities legislation of the Jurisdictions (the "Legislation") that the Applicants be exempt from the following requirements with respect to divine in the management information circular (the "Circular") to be sent to the shareholders of Delano (the "Delano Shareholders") in connection with a proposed transaction pursuant to which divine will acquire Delano (collectively, the "Financial Statement Requirements"):

- (a) the requirement that historical and pro forma financial statements of divine prepared in accordance with U.S. generally accepted accounting principles ("U.S. GAAP") be accompanied by notes that explain and quantify the effect of material differences between Canadian generally accepted accounting principles ("Canadian GAAP") and U.S. GAAP that

relate to measurements and that provide a reconciliation of such financial statements to Canadian GAAP and provide disclosure consistent with Canadian GAAP requirements to the extent not already reflected in the financial statements;

- (b) the requirement that the divine auditor's report include a statement disclosing any material differences in the form and content of its auditor's report as compared to a Canadian auditor's report and confirming that the auditing standards applied are substantially equivalent to Canadian generally accepted auditing standards; and
- (c) the requirement that the divine management's discussion and analysis of operating results and financial condition ("divine MD&A") provide a restatement of those parts of the divine MD&A that would read differently if the divine MD&A were based on statements prepared in accordance with Canadian GAAP and that the divine MD&A provide a cross-reference to the notes in the financial statements that reconciled the differences between U.S. GAAP and Canadian GAAP.

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

AND WHEREAS the Applicants have represented to the Decision Makers that:

1. divine is a corporation incorporated under the laws of the state of Delaware.
2. divine is not, and has no present intention of becoming, a reporting issuer under the Legislation or under the securities legislation of any other province or territory of Canada, but is subject to the reporting requirements of the United States *Securities Exchange Act of 1934* (the "1934 Act").
3. divine's authorized capital consists of 2,500,000,000 shares of Class A common stock, par value \$0.001 per share, and 100,000,000 shares of Class C common stock, US\$0.001 par value per share, and 50,000,000 shares of Preferred stock, \$0.001 par value per share, ("divine Preferred Stock") of which 500,000 shares have been designated Series A Junior Participating Preferred Stock. No shares of Series A Junior Participating Preferred Stock are issued and outstanding on the date hereof. The Class A common stock ("divine Common Shares") are voting shares. As of March 27, 2002, there were 457,145,645 shares of Class A common stock outstanding and no shares of Class C common stock outstanding. As part of the Transaction, divine will issue a special voting share to a trust company which will be appointed as trustee under a voting and exchange trust agreement.
4. divine maintains employee stock option and purchase plans pursuant to which the divine Board of Directors has the authority, among other things, to determine the type of options ("divine Options") and the number of divine Common Shares which are subject to the divine Options or the number of divine Common Shares which may be purchased, as the case may be. As at April 4, 2002, a total of 119,609 divine Options were held by persons indicated on divine's records as being resident in Canada.
5. As at April 4, 2002, there were 22 registered holders of divine Common Shares indicated on divine's records as being resident in Canada holding, in aggregate, 6,847,789 divine Common Shares, representing less than 2% of the total number of issued and outstanding divine Common Shares.
6. The divine Common Shares are quoted on the Nasdaq National Market ("NASDAQ") as "DVIN".
7. Delano is a corporation incorporated under the laws of Ontario.
8. Delano is a reporting issuer in the Jurisdictions but is not a reporting issuer or the equivalent under the securities legislation of any other province or territory of Canada. Delano is also subject to the reporting requirements of the 1934 Act.
9. The authorized capital of Delano consists of an unlimited number of common shares (the "Delano Common Shares"), an unlimited number of Class A special shares, an unlimited number of Class B special shares, an unlimited number of Class C special shares (collectively, the "Special Shares") and an unlimited number of preferred shares. As of March 12, 2002, 43,429,694 Delano Common Shares and no Special Shares or preferred shares were issued and outstanding.
10. As of April 4, 2002, there were 6,689,399 options to acquire Delano Common Shares ("Delano Options") granted pursuant to Delano's employee stock option plans. Additionally, as of April 4, 2002, 36,723 warrants to acquire Delano Common Shares ("Delano Warrants") were outstanding. As at April 4, 2002, a total of 4,502,830 Delano Options and no Delano Warrants were held by persons indicated on Delano's records as being resident in Canada.
11. As at April 3, 2002, there were 79 registered holders of Delano Common Shares indicated on Delano's records as being resident in Canada holding, in aggregate, 17,053,525 Delano Common Shares, representing approximately

39.2% of the total number of issued and outstanding Delano Common Shares.

accordance with Canadian GAAP and also in accordance with U.S. GAAP.

12. The Delano Common Shares are listed for trading on the Toronto Stock Exchange (the "TSE") under the symbol "DLN" and are quoted on NASDAQ as "DTEC".
13. A special meeting (the "Meeting") of Delano Shareholders will be held on or about May 22, 2002, at which Meeting Delano will seek the requisite shareholder approval for the Transaction.
14. In connection with the Meeting, Delano will mail, on or about April 26, 2002 to each Delano Shareholder: (i) a notice of the Meeting, (ii) a form of proxy and (iii) the Circular. The Circular will be prepared in accordance with the Legislation, except with respect to any relief granted therefrom, and will contain disclosure of the Transaction and the business and affairs of each of divine and Delano.
15. The Circular will contain the following financial statements:
 - (a) unaudited *pro forma* consolidated balance sheet of divine as at December 31, 2001 prepared to give effect to the Transaction as if it had occurred on that date and unaudited *pro forma* consolidated statement of operations of divine for the 12-month period ended December 31, 2001 and the compilation reports thereon, prepared to give effect to the Transaction as if it had occurred on January 1, 2001, and the compilation reports thereon, all in accordance with U.S. GAAP;
 - (b) audited annual financial statements of divine for the fiscal years ended December 31, 2001 and December 31, 2000 and for the period from May 7, 1999 (inception) to December 31, 1999, including balance sheets as at December 31, 2001 and December 31, 2000 and the auditor's reports thereon, all in accordance with U.S. GAAP;
 - (c) audited financial statements of Delano for the fiscal years ended March 31, 2001, March 31, 2000 and the period from May 7, 1998 (inception) to March 31, 1999, including balance sheets as at March 31, 2001 and March 31, 2000 and the auditor's reports thereon, all in accordance with Canadian GAAP and also in accordance with U.S. GAAP; and
 - (d) unaudited interim financial statements of Delano for the three and nine-month periods ended December 31, 2001, all in
16. divine is eligible to distribute divine Common Shares in Canada pursuant to a prospectus filed under the multi-jurisdictional disclosure system prescribed by National Instrument 71-101 (the "MJDS Rule"). The Circular will include the disclosure that would be required in an MJDS prospectus in respect of divine in connection with the significant business acquisition rules of U.S. securities laws.
17. The Circular will disclose that, in connection with the Transaction, divine and Delano have applied for but not yet been granted relief from the registration and prospectus requirements, the continuous disclosure requirements and insider reporting requirements and will also disclose the limitations imposed on any resale of securities acquired pursuant to the decision requested in an application filed with the Commission and the securities regulators in all jurisdictions in Canada on behalf of divine and Delano under National Policy No. 12-201, with Ontario as the principal jurisdiction (the "MRRS Application"). The Circular will disclose the disclosure requirements from which Delano has applied to be exempted and identify the disclosure that will be made in substitution therefor if such exemptions are granted.
18. Under the terms and conditions of the Transaction and under the terms of the MRRS Application, if granted, those Delano shareholders who, after completion of the plan of arrangement, will hold Exchangeable Shares will be provided with the continuous disclosure and other shareholder materials which are provided to holders of divine Common Shares in the United States.
19. Delano and divine will effect the Transaction by way of a plan of arrangement following approval of the Transaction by the Delano Shareholders and the Ontario Superior Court of Justice. Pursuant to the Transaction, Delano Shareholders (other than divine and its affiliates and those Delano Shareholders who properly exercise their dissent rights and are paid fair value by Delano) will receive for each Delano Common Share held:
 - (a) 1.187 (the "Exchange Ratio") divine Common Shares; or
 - (b) at the option of Delano Shareholders who are either (i) Canadian residents not exempt from tax under Part I of the *Income Tax Act* (Canada) holding Delano Common Shares on their own behalf or (ii) persons who hold Delano Common Shares on behalf of one or more Canadian residents not exempt from tax under Part I of the *Income Tax Act*

(Canada) and (in either case) who validly so elect, 1.187 exchangeable non-voting shares issued by Delano (and certain ancillary rights) (the "Exchangeable Shares").

20. The Exchangeable Shares will not be listed or quoted on any exchange.
21. Each Exchangeable Share will be exchangeable at the option of the holder, at any time, for one divine Common Share and an amount in cash equal to the declared and unpaid dividends on one Exchangeable Share. Holders of the Exchangeable Shares will be entitled to dividend and other rights that are substantially economically equivalent to those of holders of divine Common Shares.
22. Delano Shareholders who are not eligible to receive Exchangeable Shares or who are so eligible but do not validly elect to receive Exchangeable Shares will receive 1.187 divine Common Shares for each Delano Common Share they own.
23. Each Delano Option that has not been cancelled, terminated or duly exercised prior to the Effective Time will be exchanged for an option (a "Replacement Option") to purchase the number of divine Common Shares equal to the product of the Exchange Ratio multiplied by the number of Delano Common Shares subject to such Delano Option. The Replacement Option will provide for an exercise price per divine Common Share equal to the exercise price per share of such Delano Option immediately prior to the Effective Time divided by the Exchange Ratio.
24. Each Delano Warrant will be amended, in accordance with its terms, into a warrant to purchase the number of divine Common Shares equal to the product of the Exchange Ratio multiplied by the number of Delano Common Shares subject to such Delano Warrants, at an exercise price per divine Common Share equal to the exercise price per share of such Delano Warrant immediately prior to the Effective Time divided by the Exchange Ratio.
25. divine is making an application to NASDAQ in order that the divine Common Shares issued pursuant to or in connection with the Transaction be listed for trading on NASDAQ.
26. It is expected that, upon completion of the Transaction or shortly thereafter, the Delano Common Shares will be delisted from the TSE and NASDAQ.
27. Upon completion of the Transaction, it is expected that registered holders of divine Common Shares (including holders that receive Exchangeable

Shares) indicated on divine's records as being resident in Canada (calculated based on the estimated number of registered Delano Shareholders and registered holders of divine Common Shares who are indicated on the records of the relevant company as being resident in Canada as at April 3, 2002) will hold approximately 5% of the issued and outstanding divine Common Shares. That percentage would become approximately 6% if it is assumed that all of the holders of divine Options and Delano Options who are indicated on the records of the relevant company as being resident in Canada exercise their options to purchase underlying divine Common Shares. Assuming that all Delano Common Shares are exchanged and no Delano options are exercised, then immediately following completion of the Transaction, existing Delano shareholders would hold approximately 51,551,047 divine Common Shares, representing approximately 10% of the outstanding divine Common Shares.

AND WHEREAS under 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 under the Legislation is that the Financial Statement Requirements shall not apply in connection with the disclosure pertaining to divine in the Circular.

April 19, 2002.

"John Hughes"

2.1.6 BioMarin Pharmaceutical Inc. et al. - MRRS Decision

Headnote

Rule 54-501 - Relief granted from the requirement to reconcile to Canadian GAAP certain financial statements included in an information circular that were prepared in accordance with U.S. GAAP

Ontario Rule Cited

Rule 54-501 Prospectus Disclosure in Certain Information Circulars (2000), 23 OSCB 8519, section 3.1

Rule 41-501 General Prospectus Requirements (2000), 23 OSCB 761, sections 9.1, 9.4; Form 41-501F1 section 8.4 and subsection 8.5(2)

**IN THE MATTER OF
THE SECURITIES LEGISLATION OF
ONTARIO AND ALBERTA**

AND

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

AND

**IN THE MATTER OF
BIOMARIN PHARMACEUTICAL INC.,**

AND

**IN THE MATTER OF
BIOMARIN ACQUISITION (NOVA SCOTIA) COMPANY
AND IN THE MATTER OF GLYKO BIOMEDICAL LTD.**

MRRS DECISION DOCUMENT

WHEREAS the local securities regulatory authority or regulator (the **Decision Maker**) in each of Ontario and Alberta (the **Jurisdictions**), has received an application from BioMarin Pharmaceutical Inc. (**BioMarin**), BioMarin Acquisition (Nova Scotia) Company (**BioMarin Nova Scotia**) and Glyko Biomedical Ltd. (**Glyko**) (collectively, the **Applicant**), for a decision under the securities legislation of the Jurisdictions (the **Legislation**) that Glyko be exempted from the requirement to provide the following disclosure with respect to BioMarin in the Circular (as defined below) to be sent to Glyko Shareholders (as defined below):

(a) the requirement that historical and *pro forma* financial statements of BioMarin prepared in accordance with generally accepted accounting principles (**GAAP**) in the United States (**U.S.**) be accompanied by a note to explain and quantify the effect of material differences between Canadian GAAP and U.S. GAAP that relate to measurements and provide a reconciliation of such financial statements to Canadian GAAP;

(b) the requirement that the BioMarin auditor's report disclose any material differences in the form and content of its auditor's report as compared to a Canadian auditor's report and confirming that the auditing standards applied are substantially equivalent to Canadian generally accepted auditing standards; and

(c) the requirement that the BioMarin management's discussion and analysis (**MD&A**) provide a restatement of those parts of the BioMarin MD&A that would read differently if the BioMarin MD&A were based on statements prepared in accordance with Canadian GAAP and the requirement that the BioMarin MD&A provide a cross-reference to the notes in the financial statements that reconcile the differences between U.S. GAAP and Canadian GAAP.

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 the Applicant having represented to the Decision Makers that:

1. The effect of the Arrangement will be to provide holders of common shares of Glyko (**Glyko Common Shares**) other than held by dissenting shareholders (the **Dissenting Shareholders**) who ultimately receive fair value for their Shares with shares of common stock of BioMarin (the **BioMarin Common Shares**) in exchange for their Glyko Common Shares. Each Glyko Shareholder will receive 0.3309 BioMarin Common Shares for each Glyko Common Share held (the **Exchange Ratio**). In no event will the aggregate number of BioMarin Common Shares issued to Glyko Shareholders exceed 11,367,617 BioMarin Common Shares. The Glyko Common Shares will be transferred to and acquired by BioMarin Nova Scotia, an indirect wholly-owned subsidiary of BioMarin, such that upon completion of the transaction, BioMarin will own indirectly all of the Glyko Common Shares.
2. BioMarin is a developer of enzyme therapies to treat serious, life threatening, chronic genetic diseases and other diseases and conditions.
3. As at December 31, 2001, BioMarin's total assets were approximately U.S.\$171.8 million and for the year ended December 31, 2001, BioMarin's revenues and net loss were approximately U.S.\$11.7 million and U.S.\$67.6 million, respectively.
4. BioMarin's principal executive office is located at 371 Bel Marin Keys Boulevard, Suite 210, Novato, California 94949.

5. BioMarin's authorized capital consists of (i) 1,000,000 shares of preferred stock, par value US\$0.001 per share; and (ii) 75,000,000 shares of common stock, par value US\$0.001 per share. As of February 15, 2002, there were no shares of preferred stock and 52,442,902 BioMarin Common Shares issued and outstanding.
6. The BioMarin Common Shares trade on the Nasdaq National Market and the SWX Swiss Exchange. BioMarin is currently subject to the reporting requirements of the United States *Securities Exchange Act of 1934*, as amended. BioMarin is not currently a "reporting issuer" in any province or territory of Canada, will not become a "reporting issuer" by virtue of the Transaction and does not intend to become a "reporting issuer" in any province or territory of Canada after the completion of the Transaction.
7. BioMarin Nova Scotia, an indirect wholly owned subsidiary of BioMarin, was incorporated under the laws of the Province of Nova Scotia on February 6, 2002. BioMarin Nova Scotia was incorporated solely for the purpose of engaging in the Transaction.
8. BioMarin Nova Scotia's only material asset upon completion of the Transaction will be all of the issued and outstanding Glyko Common Shares.
9. Glyko was incorporated pursuant to the *Canada Business Corporations Act* ("**CBCA**") on June 26, 1992. The registered office of Glyko is 199 Bay Street, Toronto, Ontario, M5L 1A9.
10. Glyko does not have any operating activities or operational employees. The principal asset of Glyko is an equity position in BioMarin. As of the date hereof, Glyko holds 11,367,617 BioMarin Common Shares, representing 21.68% of the outstanding BioMarin Common Shares.
11. The BioMarin Common Shares held by Glyko were issued by BioMarin to Glyko upon the inception and initial funding of BioMarin and upon subsequent funding and a subsequent technology license transfer from Glyko to BioMarin.
12. As at January 21, 2002, based upon information provided by the Canadian Depository for Securities Limited ("**CDS**") and ADP Independent Investor Communications Corporation ("**IICC**"), 34,352,823 Glyko Common Shares were issued and outstanding to approximately 346 share holders. Based upon information provided by CDS and IICC, the Applicant believes that 722,639 or 2.1% of the outstanding Glyko Common Shares are held beneficially by 168 (48.5%) shareholders of Glyko resident in Canada.
13. Glyko's authorized capital consists of an unlimited number of Glyko Common Shares. As of March 12, 2002, 34,352,823 Glyko Common Shares were issued and outstanding.
14. As of March 12, 2002, 81,397 Glyko Common Shares were reserved for issuance upon the exercise of outstanding options ("**Glyko Options**") to purchase Glyko Common Shares under the 1994 Glyko stock option plan.
15. The Glyko Common Shares are listed on the Toronto Stock Exchange (the "**TSE**") under the symbol "GBL".
16. Glyko is a "reporting issuer" or the equivalent in British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, New Brunswick and Nova Scotia. To the best of the knowledge of Glyko, Glyko is not in default of any of the requirements of the securities legislation of such jurisdictions.
17. Prior to the Special Meeting (as defined below), Glyko will apply under Section 192 of the CBCA for an interim order (the "**Interim Order**") of the Ontario Superior Court of Justice (the "**Court**") which order will specify, among other things, certain procedures and requirements to be followed in connection with the calling and holding of the Special Meeting (as defined below) and the completion of the Arrangement.
18. A special meeting (the "**Special Meeting**") of the Glyko Shareholders is anticipated to be held at the end of May 2002 at which Glyko will seek the requisite Glyko Shareholder approval (which, pursuant to the Interim Order, is expected to be 66 2/3% of the votes attached to the Glyko Common Shares represented at the Special Meeting) for a special resolution approving the Arrangement.
19. In connection with the Special Meeting and pursuant to the Interim Order, Glyko will mail in April 2002 to each Glyko Shareholder (i) a notice of special meeting, (ii) a form of proxy, and (iii) the Circular. The Circular will be prepared in accordance with the Legislation, except with respect to any relief granted therefrom, and will contain disclosure of the Transaction and the business and affairs of each of BioMarin and Glyko. The Circular will also be prepared in accordance with the proxy rules of the United States *Securities Exchange Act of 1934*, as amended.
20. The Circular will contain the following financial statements:
 - (a) unaudited *pro forma* consolidated balance sheet of BioMarin as of December 31, 2001 and unaudited *pro forma* consolidated statements of income for the year ended December 31, 2001

as if the Arrangement had occurred on January 1, 2001 and a compilation report thereon, prepared in accordance with U.S. GAAP;

- (b) audited annual consolidated financial statements of BioMarin for each of the fiscal years ended December 31, 2001, December 31, 2000 and December 31, 1999, together with balance sheets as at December 31, 2001 and December 31, 2000 and the auditor's report thereon, prepared in accordance with U.S. GAAP; and
 - (c) audited financial statements of Glyko for each of the fiscal years ended December 31, 2001, December 31, 2000 and December 31, 1999, together with balance sheets as at December 31, 2001 and December 31, 2000 and the auditor's report thereon, prepared in accordance with Canadian GAAP.
21. It is expected that upon consummation of the Arrangement or shortly thereafter the Glyko Common Shares will be delisted from the TSE.
22. Applications will be made as required by BioMarin to the Nasdaq National Market and the SWX Swiss Exchange to list the additional BioMarin Common Shares issuable in connection with the transaction.
23. Upon completion of the Arrangement, assuming the issuance of the maximum number of BioMarin Common Shares issuable pursuant to the Arrangement, it is expected that the beneficial holders of BioMarin Common Shares resident in Canada will hold approximately 1.18% of the issued and outstanding BioMarin Common Shares. BioMarin recently announced the acquisition of Synapse Technologies Inc. ("**Synapse**"), a corporation existing under the Canada Business Corporations Act. The acquisition of Synapse closed on March 21, 2002. Upon completion of the Arrangement and the acquisition of Synapse, beneficial holders of BioMarin Common Shares will hold approximately 2.8% of the issued and outstanding BioMarin Common Shares.
24. Although BioMarin does not intend to become a reporting issuer on completion of the Transaction, if BioMarin were to become a reporting issuer, it would be able to satisfy its continuous disclosure obligations using U.S. GAAP financial statements pursuant to the Legislation.

AND WHEREAS under 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 under the Legislation is that, Glyko be exempted from the requirement to provide the following disclosure in the Circular with respect to BioMarin:

- (a) the requirement that historical and *pro forma* financial statements of BioMarin prepared in accordance with U.S. GAAP be accompanied by a note to explain and quantify the effect of material differences between Canadian GAAP and U.S. GAAP that relate to measurements and provide a reconciliation of such financial statements to Canadian GAAP;
- (b) the requirement that the BioMarin auditor's report disclose any material differences in the form and content of its auditor's report as compared to a Canadian auditor's report and confirming that the auditing standards applied are substantially equivalent to Canadian generally accepted auditing standards; and
- (c) the requirement that the BioMarin MD&A provide a restatement of those parts of the BioMarin MD&A that would read differently if the BioMarin MD&A were based on statements prepared in accordance with Canadian GAAP and the requirement that the BioMarin MD&A provide a cross-reference to the notes in the financial statements that reconcile the differences between U.S. GAAP and Canadian GAAP.

April 25, 2002.

"Iva Vranic"

**2.1.7 Macquarie Essential Assets Partnership -
MRRS Decision**

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - permission granted by the regulator or securities regulatory authority, as appropriate, to make representations regarding the listing of the applicant securities on a stock exchange

Ontario Statutes

Securities Act, R.S.O. 1990, c.S.5, as am., ss. 38(3)

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

AND

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

AND

**IN THE MATTER OF
MACQUARIE ESSENTIAL ASSETS PARTNERSHIP
MRRS DECISION DOCUMENT**

WHEREAS the securities regulatory authority or regulator (the "Decision Maker") in each of Alberta, Saskatchewan, Manitoba, Ontario, Québec, Nova Scotia and Newfoundland and Labrador (the "Jurisdictions") has received an application from Macquarie Essential Assets Partnership ("MEAP") for a decision pursuant to the securities legislation of the Jurisdictions (the "Legislation") granting the permission of the regulator or securities regulatory authority, as appropriate, to the making of certain representations regarding the listing of MEAP's securities on a stock exchange;

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 MEAP and Macquarie Canadian Infrastructure Management Limited (the "Manager") have represented to the Decision Makers that:

1. MEAP is a limited partnership established under the laws of the Province of Ontario. The Manager is the general partner and manager of MEAP.
2. The Manager is a member of the Macquarie Group. The Macquarie Group consists of Macquarie Bank Limited ("Macquarie"), an Australian-headquartered bank, and its affiliates.

The Manager will be staffed by executives from Macquarie's Infrastructure and Specialized Funds Division.

3. Macquarie provides specialized investment banking and financial services in select markets throughout the world. Macquarie has been actively involved in Canada since the early 1990's.
4. The principal office of the Manager is located at 121 King Street West, Suite 810, Toronto, Ontario, M5H 3T9.
5. MEAP will issue limited partnership units (the "Securities") to investors. Investors will be limited partners of MEAP.
6. MEAP is not a reporting issuer in any Province in Canada.
7. The Securities will be offered (the "Offering") in reliance upon registration and prospectus exemptions and will be marketed to sophisticated investors that are expected to consist primarily of pension plans and other significant institutions.
8. The minimum capital commitment expected from investors will be \$15 million. The Manager can reduce the amount of the minimum capital commitment required from an investor but in no event will the minimum capital commitment be less than \$1 million.
9. The partnership agreement (the "Partnership Agreement"), which is the governing document of MEAP, will contain a provision whereby MEAP will commit to examine options for listing its Securities on a stock exchange in the future (the "Attempt to List Indication").
10. In connection with the Offering, MEAP intends to provide prospective investors with an Offering Memorandum. MEAP proposes to include in the Offering Memorandum a description of the Attempt to List Indication.
11. The Offering Memorandum will contain a discussion of a variety of investment risk factors, including the risks associated with a lack of liquidity as a result of there being no public market for the Securities and no assurance that if an application for listing is made that such listing will be approved by the applicable stock exchange.

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

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

THE DECISION of the Decision Makers, under the Legislation, is that the regulator or securities regulatory authority, as appropriate, grants permission to make the Attempt to List Indication in the Offering Memorandum and elsewhere.

April 29, 2002.

“Margo Paul”

2.1.8 ITG Inc. and ITG Canada Corp. - MRRS Decision

Headnote

Exemption for ITG US pursuant to section 15.1 of National Instrument 21-201 Marketplace Operation and section 12.1 of National Instrument 23-101 Trading Rules from the requirement to comply with National Instrument 21-101 and National Instrument 23-101 until May 1, 2002. Part 8 of NI 23-101 will not apply to ITG Canada so long as ITG Canada remains a participating organization of the Toronto Stock Exchange.

**IN THE MATTER OF
NATIONAL INSTRUMENT 21-101
MARKETPLACE OPERATION
AND
NATIONAL INSTRUMENT 23-101
TRADING RULES**

AND

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

AND

**IN THE MATTER OF
ITG INC. AND ITG CANADA CORP.**

MRRS DECISION DOCUMENT

WHEREAS the securities regulatory authority or regulator in each of the provinces of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Québec, New Brunswick, Nova Scotia and Newfoundland (each, a “Decision Maker”) has received an application from ITG Inc. (“ITG US”) and ITG Canada Corp. (“ITG Canada”) for decisions under section 15.1 of National Instrument 21-101 Marketplace Operation (“NI 21-101”) and section 12.1 of National Instrument 23-101 Trading Rules (“NI 23-101” and, with NI 21-101, the “ATS Rules”) that the requirement to comply with the ATS Rules will not apply to ITG US until May 1, 2002, and Part 8 of NI 23-101 will not apply to ITG Canada so long as ITG Canada remains a participating organization of The Toronto Stock Exchange (“TSE”).

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 ITG US and ITG Canada have represented to the Decision Makers as follows.

1. ITG US is a corporation organized under the laws of Delaware, United States.
2. ITG Canada is a corporation organized under the laws of Nova Scotia.

3. ITG US is registered in Ontario as an international dealer.
4. ITG Canada is registered as an investment dealer in Ontario or its equivalent in British Columbia, Alberta, Saskatchewan, Manitoba and Ontario.
5. ITG Canada is a participating organization of the TSE and is a member of the Investment Dealers Association of Canada.
6. ITG US operates alternative trading systems ("ATSS") to facilitate trading of equity securities between institutional investors and investment dealers in Ontario in reliance on its international dealer registration.
7. Other affiliates of ITG Canada operate ATSS but not in Canada (the ATSS operated by all affiliates of ITG Canada, including ITG US are referred to individually as an "ITG ATS" and collectively as "ITG ATSS").
8. ITG US does not provide access to ITG ATSS in provinces other than Ontario.
9. ITG US and ITG Canada have agreed to a realignment (the "ITG Realignment") of their business so that ITG Canada becomes the sole party furnishing Canadian investors with access to ITG ATSS and will need to take certain steps to effect the ITG Realignment.
10. As a part of the ITG Realignment, ITG US will continue to maintain its non-ATS business in Ontario in reliance on the international dealer registration and in other jurisdictions in reliance on available registration exemptions.
11. ITG US needs a period of relief from the requirements of the ATS Rules to operate the ITG ATS pending the implementation of the ITG Realignment.
12. As a member of the TSE, ITG Canada is exempt from the requirements of NI 21-101 but it is not exempt from Part 8 of NI 23-101.
13. Following the completion of the Realignment, ITG US will cease to carry on business of an ATS in Ontario.

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

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

THE DECISION of the Ontario Decision Maker is that ITG US shall be exempt from the requirements of the ATS Rules until May 1, 2002;

AND THE DECISIONS of the Decision Makers are that ITG Canada shall be exempt from the requirements of Part 8 of NI 23-101 for so long as ITG Canada remains a participating organization of the TSE.

April 30, 2002.

"Randee B. Pavalow"

2.1.9 DC DiagnostiCare Inc. - MRRS Decision

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - issuer has twenty beneficial security holders - issuer deemed to have ceased being 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
ONTARIO AND ALBERTA**

AND

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

AND

**IN THE MATTER OF
DC DIAGNOSTICARE INC.**

MRRS DECISION DOCUMENT

WHEREAS the local securities regulatory authority or regulator (the "Decision Maker") in each of Ontario and Alberta (the "Jurisdictions") has received an application from DC DiagnostiCare Inc. (the "Filer") for an order pursuant to the securities legislation of each of the Jurisdictions (the "Legislation") that the Filer be deemed to have ceased to be a reporting issuer under 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 this application;

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

1. The Filer is a corporation formed under the laws of the Province of British Columbia on July 12, 1996 pursuant to the amalgamation of DC DiagnostiCare Inc. and Camelot Industries Inc.
2. The Filer's principal office is located at Suite 100 - 12220 Stony Plain Road, Edmonton, Alberta, T5N 3Y4 and its registered office is located at Suite 1600 - 609 Granville Street, Vancouver, British Columbia, V7Y 1C3.
3. The Filer is a reporting issuer in each of the Jurisdictions and is not in default of any requirement under the Legislation.
4. The Filer does not intend to seek public financing by way of an offering of its securities.

5. The Filer's issued and outstanding securities consist of 26,680,425 common shares (the "Common Shares"), options (the "Options") granted to employees of the Filer to purchase 741,089 Common Shares and warrants (the "Warrants") to purchase Common Shares.

6. As a result of a take-over bid and the subsequent compulsory acquisition procedures under section 255 of the Company Act (British Columbia), all of the issued and outstanding Common Shares and Warrants of the Filer are beneficially owned by Canadian Medical Laboratories Limited ("CML"), a reporting issuer in all of the provinces of Canada with its head office and principal place of business in Mississauga, Ontario.

7. The Filer currently has 19 beneficial holders of Options, of which 13 are resident in Ontario and two are resident in Alberta.

8. Effective March 13, 2002, the Common Shares were de-listed for trading from The Toronto Stock Exchange and no securities, including debt securities, of the Filer are listed or quoted on any exchange or market.

9. Other than the Common Shares, the Options and Warrants the Filer has no securities, including debt securities, outstanding.

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

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

THE DECISION of the Decision Makers under the Legislation is that the Filer shall be deemed to have ceased to be a reporting issuer under the Legislation.

April 29, 2002.

"Howard I. Weston"

"Theresa McLeod"

2.1.10 Clearnet Communications Inc. - MRRS Decision

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - as a result of a take-over bid, issuer has one beneficial holder of equity securities - following take-over bid, issuer entered into consent solicitation and tender offer and acquired over 99.9% of the principal amount of each class of debt security outstanding - following consent solicitation and tender offer, issuer has 54 beneficial holders of debt securities - indenture governing debt securities contain provision that the indenture may be amended with consent of not less than a majority in principal amount of each class of debt security - 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, MANITOBA,
ONTARIO, QUEBEC, NOVA SCOTIA AND
NEWFOUNDLAND AND LABRADOR**

AND

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

AND

**IN THE MATTER OF
CLEARNET COMMUNICATIONS INC.**

MRRS DECISION DOCUMENT

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 and Labrador (the "Jurisdictions") has received an application from Clearnet Communications Inc. ("Clearnet") for a decision under the securities legislation of each of the Jurisdictions (the "Legislation") that the Clearnet be deemed to have ceased to be a reporting issuer or the equivalent thereof under the Legislation;

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 Clearnet has represented to the Decision Makers that:

1. Clearnet is a corporation continued under the *Canada Business Corporations Act* (the "CBCA"),

is a reporting issuer in each of the Jurisdictions, and is not in default of any of the requirements of the Legislation, other than its failure to file its interim financial statements as at, and for the financial periods ending, June 30, 2001, and September 30, 2001.

2. Clearnet's head office is located at 200 Consilium Place in Scarborough, Ontario.
3. Clearnet does not intend to seek public financing by way of an offering of its securities.
4. Clearnet has authorized capital consisting of an unlimited number of Class A non-voting shares (the "Class A Shares"), 1,851,376,400 Class B shares (the "Class B Shares"), 18,513,764 Class C subordinate voting shares (the "Class C Shares"), 18,513,764 Class D subordinate voting shares (the "Class D Shares") and an unlimited number of preference shares. Clearnet's issued and outstanding capital consists of 44,603,286 Class A Shares, 321,236,012 Class B Shares, 6,092,591 Class C Shares, 7,790,741 Class D Shares, 5,500,000 Series 1 preference shares (the "Series 1 Preference Shares"), 209,215 Series 2 preference shares (the "Series 2 Preference Shares") and 811,606 Series 3 preference shares (the "Series 3 Preference Shares," and together with the Series 1 Preference Shares and the Series 2 Preference Shares, the "Preference Shares").
5. On September 20, 2000 TELUS Corporation ("TELUS") made offers (the "Take-over Bid") to acquire all of the outstanding shares of Clearnet. On October 20, 2000, TELUS acquired all of the Class B Shares, Class C Shares and Class D Shares and in excess of 95% of the outstanding Class A Shares of Clearnet pursuant to the Take-over Bid. On January 12, 2001 TELUS completed the acquisition of the remaining Class A Shares through the compulsory acquisition provisions of the CBCA.
6. As of December 13, 2000 Clearnet had \$149,616,000 principal amount of 6.75% Convertible Debentures (the "Convertible Debentures") and 573,923 Warrants to purchase Class A Shares (the "Warrants") outstanding. On December 15, 2000, TELUS made offers (the "Subsequent Offers") to purchase all of the outstanding Convertible Debentures and Warrants. On January 9, 2001, TELUS acquired in excess of 98% of the principal amount of Convertible Debentures outstanding and on January 18, 2001 TELUS acquired in excess of 99% of the outstanding Warrants pursuant to the Subsequent Offers. In February 2001, TELUS completed the acquisition of the remaining Warrants and Convertible Debentures through the compulsory acquisition provisions of the CBCA.

7. Subsequent to the Take-over Bid and the Subsequent Offers, Clearnet amended its articles of incorporation to create the Preference Shares. All of the outstanding Preference Shares were issued to subsidiaries of TELUS and are owned, indirectly, by TELUS.
8. During the period from December 1995 to April 1999 Clearnet distributed over \$2 billion principal amount of senior discount notes (the "Senior Discount Notes") to the public in Canada and the United States pursuant to prospectuses and registration statements, in underwritten offerings. The Senior Discount Notes are non-convertible securities.
9. On May 11, 2001 Clearnet commenced tender offers and consent solicitations (the "Tender Offers") in respect of the Senior Discount Notes which then remained outstanding. The Tender Offers expired at midnight on June 8, 2001 and pursuant to the Tender Offers Clearnet repurchased 99.9% of each of four (4) classes of Senior Discount Notes.
10. The respective Indentures (the "Indentures") governing the Senior Discount Notes contained a number of restrictive covenants and provisions, including a covenant (the "Disclosure Covenant") that Clearnet would file with the Trustee of the Senior Discount Notes (the "Trustee") and provide registered holders of the Senior Discount Notes, after the filing thereof with the United States Securities and Exchange Commission (the "SEC"), copies of Clearnet's annual reports, information, documents and other reports (collectively, the "Reports") that Clearnet is required to file with the SEC pursuant to Section 13(a) or 15(d) of the United States Securities and Exchange Act of 1934 (the "Exchange Act"), notwithstanding that the Clearnet may not be required to remain subject to the reporting requirements of the Exchange Act.
11. The Indentures contained a covenant (the "Delivery Covenant") that Clearnet would provide the Trustee with audited financial statements for each fiscal year and statements of income for each fiscal quarter (collectively, the "Financial Statements"), and that the Trustee would, while such statements were current, maintain custody of same and make them available for inspection by registered holders of Senior Discount Notes.
12. Other than the Disclosure Covenant and the Delivery Covenant, the Indentures do not contain any provision giving registered or beneficial holders of Senior Discount Notes any right to receive, review or examine financial or other reports similar to the Reports or the Financial Statements.
13. The Indentures contain a provision (the "Amending Provision") that, with the consent of not less than a majority in principal amount of each class of Senior Discount Notes, the Trustee may enter into a supplemental indenture for the purpose of adding provisions to, changing in any manner or eliminating any provisions of the respective Indentures of each class of Senior Discount Notes, or modifying in any manner the rights of the registered holders of such class of Senior Discount Notes.
14. The Indentures do not contain any provision requiring, and have not ever contained a provision requiring, Clearnet to file any financial or other information with a Decision Maker in any Jurisdiction. The Indentures do not contain any provision requiring, and have not ever contained any provision requiring, Clearnet be a reporting issuer or the equivalent in any Jurisdiction.
15. The Tender Offers included a Consent Solicitation, the purpose of which was to amend or eliminate substantially all of the restrictive provisions or covenants contained in the Indentures including the Disclosure Covenant and the Delivery Covenant (the "Proposed Amendments").
16. The Tender Offers stated that:
 - (i) the Proposed Amendments would eliminate substantially all of the restrictive provisions and covenants of each Indenture, including the Disclosure Covenant and the Delivery Covenant, which might have an adverse effect on the value of the Notes; and
 - (ii) if the Tender Offers were consummated and the Proposed Amendments were adopted and became operative, Clearnet intended to terminate its registration under the Exchange Act, at which time it will no longer be obligated under the Indentures or applicable law to file Reports with the SEC or to furnish copies thereof to registered holders of Senior Discount Notes, which would adversely affect the amount of publicly available information about Clearnet and might affect the liquidity and trading prices of the Senior Discount Notes.
17. Upon consummation of the Tender Offers:
 - (i) the Indentures were amended and substantially all restrictive provisions and covenants (other than the covenants to pay principal and interest) of the Indentures, including the Disclosure Covenant and the Delivery Covenant,

were eliminated in accordance with the Amending Provision;

- (ii) Clearnet no longer provides Reports to holders of the Senior Discount Notes, as contemplated in the Disclosure Covenant, and does not file those reports with the SEC;
- (iii) Clearnet no longer provides the Financial Statements to the Trustee, as contemplated in the Delivery Covenant; and
- (iv) Clearnet terminated its registration under the Exchange Act.

- 18. To the best information and belief of Clearnet, Clearnet currently has 16 beneficial holders of the Senior Discount Notes resident in Ontario, 15 beneficial holders (other than TELUS) of Senior Discount Notes resident in British Columbia, 12 beneficial holders of Senior Discount Notes resident in Alberta, 9 beneficial holders of Senior Discount Notes resident in Quebec, 1 beneficial holder of Senior Discount Notes resident in Manitoba, and 1 beneficial holder of Senior Discount Notes resident in Newfoundland. These beneficial holders of Senior Discount Notes hold an aggregate of approximately \$1.55 million principal amount of Senior Discount Notes, which is less than one tenth of one percent (0.1%) of the original outstanding principal amount of the Senior Discount Notes.
- 19. As a result of the Take-over Bid, the Subsequent Offers and the compulsory acquisition procedures, all of the issued and outstanding securities of Clearnet, other than the Senior Discount Notes, are owned, directly or indirectly, by TELUS.
- 20. Clearnet ceased to be a registrant with the SEC on January 12, 2001 and was removed from NASDAQ at that time. The Class A Shares were delisted on The Toronto Stock Exchange on February 12, 2001. No securities of Clearnet, including debt securities, are listed or quoted on any exchange or market in Canada or elsewhere.

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

AND WHEREAS each Decision Maker is of the opinion 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 Clearnet is deemed to have ceased to be a reporting issuer or the equivalent thereof under the Legislation.

April 22, 2002.

"Theresa McLeod"

"Lorne Murphy"

2.2 Orders

**2.2.1 Events International Holding Corporation
- s. 144**

Headnote

Section 144 - revocation of cease trade order upon remedying of default, conclusion of reverse take-over, updating of public disclosure record and full disclosure information together with all outstanding financial statements being mailed to shareholders.

Statutes Cited

Securities Act, R.S.O., c.S.5, as am., ss. 127 and 144

**IN THE MATTER OF
EVENTS INTERNATIONAL HOLDING CORPORATION**

AND

**IN THE MATTER OF
EVENTS INTERNATIONAL HOLDING CORPORATION
(formerly Golden Gram Capital Inc.)**

**ORDER
(Section 144)**

WHEREAS the securities of Events International Holding Corporation ("Events"), formerly Golden Gram Capital Inc., are subject to a temporary order of the Manager, Market Operations (the "Manager") of the Ontario Securities Commission (the "Commission") dated February 1, 2001 and extended by an order of the Manager dated February 13, 2001 made under section 127 of the Act (collectively referred to as the "Cease Trade Order") directing that trading in the securities of Events cease;

AND WHEREAS Events obtained a partial revocation of the Cease Trade Order dated July 25, 2001 pursuant to section 144 of the Act solely to permit the issuance of shares by Events to shareholders of Events International Meeting Planners Inc. ("EIMP") in connection with a reverse take-over (the "RTO");

AND WHEREAS Events has applied to the Commission pursuant to section 144 of the Act for a full revocation of the Cease Trade Order;

AND UPON Events having represented to the Commission that:

1. The RTO was completed on October 15, 2001.
2. Other than the Cease Trade Order, Events is not in default of any of the requirements of the Act or any of the requirements of the securities legislation in any other jurisdiction in Canada.
3. On September 17, 2001, Events filed a Management Information Circular (the "Circular") in connection with a meeting of shareholders

scheduled for October 12, 2001 to approve the RTO.

4. At a Special Meeting of Shareholders on October 12, 2001, Events' shareholders approved the RTO.
5. On April 18, 2002, the Canadian Venture Exchange approved the RTO, subject to amongst other things, the revocation of the Cease Trade Order.
6. Events made this application for a full revocation of the Cease Trade Order and originally proposed to rely on the Circular as representing prospectus-level disclosure about Events, EIMP and the RTO. In response to comments raised by the staff of the Commission, Events filed a revised Management Information Circular on March 20, 2002, which contained prospectus-level disclosure about Events, EIMP and the RTO.
7. Events has provided an undertaking that Events will send to its shareholders, before its annual meeting of shareholders scheduled for June 27, 2002, the letter to Shareholders of Events International Holding Corporation (formerly Golden Gram Capital Inc.) dated March 14, 2002 and attached to the Management Information Circular filed on March 20, 2002.
8. Events has provided an undertaking that Events will file, on SEDAR, the audited financial statements of EIMP for its twelve-month financial-period ended December 31, 2001, as a separate schedule with the annual audited financial statements of Events for its financial year ended December 31, 2001.

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 prejudicial to the public interest;

IT IS ORDERED, pursuant to section 144 of the Act, that the Cease Trade Order be and is hereby revoked.

April 19, 2002.

"John Hughes"

2.3 Rulings

2.3.1 TD Securities Fund-of-Funds Co-Investment (Canada) L.P et al. - ss. 74(1)

Headnote

Subsection 74(1) – trades in securities by funds not subject to registration and prospectus requirements – trades by funds would be exempt from registration and prospectus exemptions if all investors in underlying fund were accredited investors – investors in underlying fund may, or may not, be "accredited investors" within the meaning of Rule 45-501 – investors in underlying fund exempt from registration and prospectus requirements pursuant to previous MRRS decision document

Statute Cited

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

Rules Cited

Rule 45-501 Exempt Distributions (2001), 24 O.S.C.B. 5549

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

AND

**IN THE MATTER OF
TD SECURITIES FUND-OF-FUNDS CO-INVESTMENT
(CANADA) L.P.**

AND

**IN THE MATTER OF
TD CAPITAL PRIVATE EQUITY INVESTORS
HOLDINGS (CANADA) L.P.**

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

UPON the application (the "Application") of TD Securities Fund-of-Funds Co-Investment (Canada) L.P. (the "Fund") and TD Capital Private Equity Investors Holdings (Canada) L.P. ("Holdings") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to subsection 74(1) of the Act, that the acquisition by the Fund and Holdings of investments in private equity investment funds ("Portfolio Funds") not be subject to sections 25 and 53 of the Act;

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

AND UPON the Fund and Holdings having represented to the Commission that:

1. The Fund is a limited partnership formed on March 8, 2002 by the filing of a declaration under the

Limited Partnerships Act (Ontario) and pursuant to its limited partnership agreement (the "Partnership Agreement").

2. TD Securities Co-Investment Management (Canada) Ltd., a corporation existing under the *Business Corporations Act* (Ontario), is the general partner of the Fund (the "General Partner").
3. The Fund is not a reporting issuer in the Province of Ontario or in any other Canadian jurisdiction and has no intention of becoming a reporting issuer in the future.
4. The principal place of business of the Fund and the registered office of the General Partner are in Toronto, Ontario.
5. Holdings is a limited partnership formed on March 7, 2002 by the filing of a declaration under the *Limited Partnerships Act* (Ontario) and pursuant to its limited partnership agreement (the "Holdings Partnership Agreement").
6. Holdings is not a reporting issuer in the Province of Ontario or in any other Canadian jurisdiction and has no intention of becoming a reporting issuer in the future.
7. The principal place of business of Holdings is in Toronto, Ontario.
8. The purpose of the Fund is to permit certain employees of The Toronto-Dominion Bank and its affiliates (collectively, "TD Bank") to invest their own funds on a parallel basis with a private equity fund established by TD Capital Group Limited (the "TD Capital Fund"), the private equity arm of The Toronto-Dominion Bank.
9. Each employee participating in the Fund is an "Eligible Employee" as defined in the Mutual Reliance Review System Decision Document dated November 27, 2001 (the "MRRS Decision Document") or an "accredited investor" within the meaning of Ontario Securities Commission Rule 45-501 Exempt Distributions ("OSC Rule 45-501"). Each participant in the TD Capital Fund will be an "accredited investor" within the meaning of OSC Rule 45-501 (for participants in provinces and territories other than Alberta and British Columbia) or an "accredited investor" within the meaning of Multilateral Instrument 45-103 (for participants in the Provinces of Alberta and British Columbia).
10. The Fund has been authorized to issue units ("Units"), which are non-redeemable and subject to restrictions on transfer contained in the Partnership Agreement that are consistent with the terms of the MRRS Decision Document.

Decisions, Orders and Rulings

11. Units have been offered under a confidential offering memorandum containing the rights prescribed by the MRRS Decision Document, a copy of which has been delivered to each Decision Maker (as defined in the MRRS Decision Document).
12. Pursuant to the Holdings Partnership Agreement, the Fund and the TD Capital Fund are the limited partners of Holdings.
13. The limited partnership interests of Holdings are non-redeemable and subject to restrictions on transfer contained in the Holdings Partnership Agreement.
14. The sole purpose of Holdings is to act as an investment vehicle through which the Fund and the TD Capital Fund will make and hold substantially all of their investments in North American and European Portfolio Funds.
15. Holdings may from time to time invest in Portfolio Funds through one or more investment companies, partnerships, limited liability companies, trusts or other form of legal entity (each, an "Investment Entity") for tax, regulatory or other reasons.
16. Since the Fund and Holdings intend to invest exclusively in Portfolio Funds that are not listed or traded on a public market and do not intend to invest directly in the securities of any issuer that is listed or traded on a public market, the investment activities of the Fund and Holdings will be limited to acquiring securities on a private placement basis.
17. An exemption contained in OSC Rule 45-501 permits a non-redeemable investment fund to acquire securities without complying with sections 25 and 53 of the Act provided that such fund distributes its securities only to persons or companies that are "accredited investors".
18. As each limited partner of the Fund is participating in the Fund as an Eligible Employee under the MRRS Decision Document and does not necessarily qualify as an "accredited investor", no exemption is available to the Fund, Holdings or, in certain circumstances, an Investment Entity, to permit them to acquire investments in Portfolio Funds without complying with sections 25 and 53 of the Act.
- the Act, provided that the first trade in such securities will be a distribution.
- April 26, 2002.
- "Paul Moore" "Theresa McLeod"

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

IT IS RULED, pursuant to subsection 74(1) of the Act, that trades in securities to the Fund, Holdings and an Investment Entity for purposes of acquiring investments in Portfolio Funds will not be subject to sections 25 and 53 of

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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

4.1.1 Temporary, Extending & Rescinding Cease Trading Orders

Company Name	Date of Order or Temporary Order	Date of Hearing	Date of Extending Order	Date of Rescinding Order
Leader Industries Inc.	22 Apr 02	03 May 02		

4.2.1 Management & Insider Cease Trading Orders

Company Name	Date of Order or Temporary Order	Date of Hearing	Date of Extending Order	Date of Lapse/ Expire	Date of Issuer Temporary Order
DiamondWorks Ltd.	25 Apr 02	08 May 02			
Outlook Resources Inc.	26 Apr 02	09 May 02			
Sirit Technologies Inc.	23 Apr 02	06 May 02			

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Chapter 5
Rules and Policies

THERE IS NO MATERIAL FOR THIS CHAPTER IN THIS ISSUE

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Chapter 6

Request for Comments

THERE IS NO MATERIAL FOR THIS CHAPTER 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 and other parties relying on exemptions that they are responsible for the completeness, accuracy, and timely filing of Forms 45-501F1 and 45-501F2, and any other relevant form, pursuant to section 27 of the *Securities Act* and OSC Rule 45-501 ("Exempt Distributions").

REPORTS OF TRADES SUBMITTED ON FORM 45-501F1

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price (\$)</u>	<u>Amount_num</u>
28-Feb-2002	Mark Waldman and Sam Schaffran	1478366 Ontario Limited - Common Shares	30,000.00	150,000.00
18-Dec-2001	Sun Life Assurance Company of Canada	613221 B.C. Ltd. - Bonds	13,742,000.00	13,742,000.00
15-Apr-2002	N/A	Acuity Pooled Canadian Equity Fund - Trust Units	423,660.00	26,851.00
15-Apr-2002	N/A	Acuity Pooled Global Equity Fund - Trust Units	1,084,753.00	74,892.00
08-Apr-2002	N/A	Acuity Pooled High Income Fund - Trust Units	186,456.00	12,623.00
12-Apr-2002	N/A	Acuity Pooled High Income Fund - Trust Units	150,000.00	10,185.00
05-Apr-2002	Antona Properties Ltd. and ITR Marketing Inc.	Aludra Inc. - Common Shares	370,000.00	1,480,000.00
05-Dec-2001	Scotica Investment Management	Aluminium Corporation of China Limited - Shares	3,097,099.00	1,412,280.00
02-Apr-2002	Glenn Pountney and Newpower Investments Inc.	American Gold Corporation Corporation - Common Shares	250,000.00	1,000,000.00
10-Dec-2001	N/A	Aramark Corporation - Common Shares	4,713,850.00	30,600.00
05-Apr-2002	3 Purchasers	Arrow Ascendant Fund - Trust Units	115,000.00	11,442.00
4/12/02 12-Apr-2002	4 Purchasers	Arrow Global Multimanager Fund - Trust Units	445,006.00	44,147.00
05-Apr-2002	6 Purchasers	Arrow Goodwood Fund - Trust Units	151,293.00	14,191.00
5/12/02 05-Apr-2002	Naresh Bangia	Arrow WF Asia Fund - Trust Units	40,000.00	3,300.00
09-Jan-2002	Altamira Managemnet	Axcelis - Notes	802,700.00	802,700.00

Notice of Exempt Financings

16-Apr-2002	9 Purchasers	Belzberg Technologies Inc. - Special Warrants	14,332,500.00	2,730,000.00
25-Mar-2002	RoyNat Capital Inc. and PNK Holdings Ltd.	Betacom Corporation Inc. - Common Shares	0.00	300,000.00
11-Apr-2002	7 Purchasers	BioChem ImmunoSystems Inc. - Units	2,200,000.00	750,853.00
17-Apr-2002	6 Purchasers	Bloomen Limited Partnership - Limited Partnership Units	150,000.00	12.00
20-Dec-2001	3 Purchasers	Bolt Energy Ltd. - Flow-Through Shares	1,331,111.00	1,456,791.00
12/21/01 18-Dec-2002	Altamira Management	Brocade - Notes	4,741,200.00	4,741,200.00
01-Apr-2002	4 Purchasers	Burly Bear Network, Inc. - Notes	US\$500,000.00	US\$500,000.00
12-Dec-2001	Jipangu Inc.	Cambior Inc. - Units	5,806,350.00	4,950,000.00
10-Apr-2002	3945260 Canada Limited	Coller International Partners IV, L.P. - Limited Partnership Units	119,100,000.00	119,100,000.00
14-Dec-2001	2 Purchasers	Converium Holdings AG - Shares	8,928,600.00	115,000.00
14-Dec-2001	3 Purchases	Converium Holdings AG - Shares	8,152,200.00	115,000.00
01-Apr-2002	4 Purchasers	DeltaOne Capital Partners Corp. - Limited Partnership Units	680,000.00	950.00
12-Apr-2002	Alexander S. Gransden	Destorbelle Mines Limited - Common Shares	120,000.00	300,000.00
11-Apr-2002	3 Purchasers	Electromed Inc. - Special Warrants	1,451,580.00	3,719,000.00
21-Dec-2001	5 Purchasers	European Goldfield Ltd.- Common Shares	1,550,000.00	500,000.00
12-Feb-2002	CI Capital Management/CI Mutual Funds	Fisher Scientific International Inc. - Notes	864,216.00	864,216.00
03-Apr-2002	Bank of Montreal	Fleming Companies, Inc. - Notes	3,077,000.00	2,000.00
24-Jan-2002	N/A	Ford Motor Company Capital Trust II - Preferred Shares	6,425,362.00	84,000.00
16-Apr-2002	OTPPB DLJ (No. 1) Inc.	Glencoe Capital Partners III, L.P. - Limited Liability Interest	0.00	0.00
08-Feb-2002	15 Purchasers	Golden Peaks Resources Ltd. - Units	237,600.00	198,000.00
28-Mar-2002	21 Purchasers	Golden Peaks Resources Ltd. - Units	786,981.00	321,180.00
21-Dec-2001	N/A	International Technologies Corp. - Units	25,000.00	100,000.00

Notice of Exempt Financings

09-Apr-2002	Wayne Dusk	Intrawest Corporation - Units	393,900.00	1.00
14-Dec-2001	Elliott & Page Ltd.	IPC Acquisition Corp. - Notes	712,926.00	712,926.00
19-Dec-2001	The Bank of Nova Scotia	Joseph Littlejohn & Levy Fund IV - Capital Commitment	3,737,350.00	3,737,350.00
08-Apr-2002	Jacqueline Ameye	KBSH Private - Canadian Equity Fund - Units	160,000.00	10,356.00
16-Apr-2002	John Wallace	KBSH Private - International Fund - Units	196,000.00	18,022.00
16-Apr-2002	John Wallace	KBSH Private - U.S. Equity Fund - Units	196,000.00	11,971.00
21-Dec-2001	28 Purchasers	Kensington Energy Ltd. - Common Shares	4,404,999.00	10,474,603.00
14-Dec-2001	N/A	Kingwest Avenue Portfolio - Units	49,500.00	2,506.00
17-Dec-2001	N/A	Krang Energy Inc. - Shares	800,000.00	800,000.00
13-Mar-2002	Bank of Montreal and Royal Bank of Canada	Magnum Hunter Resources, Inc. - Notes	1,991,500.00	1,250.00
12-Apr-2002	N/A	Maple NHA Mortgage Trust - Notes	25,000,000.00	25,000,000.00
02-Apr-2002	Jens E. Hansen	Melkior Resources Inc. - Units	20,250.00	135,000.00
22-Mar-2002	3 Purchasers	MSU Devices Inc. - Notes	78,835.00	78,835.00
11-Dec-2001	N/A	Netscreen Technologies, Inc. - Common Shares	392,800.00	24,550.00
18-Dec-2001	5 Purchasers	Orbus Life Sciences Inc. - Special Warrants	367,500.00	490,000.00
10-Apr-2002	3 Purchasers	Peabody Energy Corporation - Common Shares	12,100,303.00	275,000.00
12-Dec-2001	26 Purchasers	Prudential Financial, Inc. - Common Shares	US\$19,856,511.00	722,054.00
22-Feb-2002	Canadian Imperial Bank of Commerce	QNX Software Systems Ltd. - Warrants	1.00	2,938,659.00
09-Jan-2002	RBC Global Investment Management	Republic of the Philippines - Notes	5,182,644.00	5,182,644.00
23-Oct-2001	N/A	Roxmark Mines Limited - Common Shares	102,500.00	1,750,000.00
11/30/01 21-Dec-2001	N/A	Saddle Resources Inc. - Flow-Through Shares	200,000.00	400,000.00
19-Dec-2001	Altamira Management	SanDisk Corporation - Notes	3,179,800.00	3,179,800.00
20-Dec-2001	27 Purchasers	SHAAE (2001) Master Limited Partnership - Limited Partnership Units	8,517,798.00	525.00

Notice of Exempt Financings

01-Feb-2002	N/A	Solectron - Notes	3,188,552.00	3,188,552.00
10-Apr-2002	Elliot & Page	Standard Pacific Corp. - Notes	1,579,065.00	1,579,065.00
27-Nov-2001	N/A	Stanford Mortgage Investment Corporation 1998 Inc. - Common Shares	103,186.00	103,180.00
11-Apr-2002	Royal Bank of Canada and Elliot & Page	Swift Energy Company - Notes	2,382,000.00	2,382,000.00
15-Apr-2002	10 Purchasers	Talware Networx Inc. - Units	260,000.00	2,600,000.00
09-Apr-2002	58 Purchasers	TD Capital Private Equity Investors (Canada) L.P. - Limited Partnership Units	89,420,800.00	5,600.00
10-Apr-2002	15 Purchasers	Tempest Energy Corp. - Shares	8,584,524.00	2,201,160.00
31-Jan-2002	Cathy Loblaw	Thales Active Asset Allocation Fund - Limited Partnership Units	50,000.00	50.00
03-Jan-2002	Elliot and Page Ltd.	The Goldman Sachs Group Inc. - Notes	11,241,300.00	11,241,300.00
15-Apr-2002	3 Purchasers	The Kewl Corporation - Units	240,000.00	1,200,000.00
27-Mar-2002	Klister Credit	The Upper Circle Equity Fund - Units	138,000.00	11,339.00
01-Nov-2001	N/A	TT International Investments Funds - EAFE Portfolio - Units	3,803,177.00	559,537.00
01-Oct-2001	NA	TT International Investments Funds - EAFE Portfolio - Units	19,014,413.00	2,811,951.00
01-Jul-2001	N/A	TT International Investments Funds - EAFE Portfolio - Units	6,000,000.00	780,843.00
01-May-2001	N/A	TT International Investments Funds - EAFE Portfolio - Units	25,000,000.00	3,027,367.00
01-Apr-2001	N/A	TT International Investments Funds - EAFE Portfolio - Units	20,000,000.00	2,492,522.00
01-May-2001	N/A	TT International Investments Funds - EAFE Portfolio - Units	24,000,000.00	2,858,163.00
01-Feb-2001	N/A	TT International Investments Funds - EAFE Portfolio - Units	22,736,609.00	2,467,347.00
13-Dec-2001	N/A	United Defense Industries, Inc. - Common Shares	110,200.00	5,800.00
18-Dec-2001	Brompton Securities Limited	Welton Energy Limited - Common Shares	300,000.00	300,000.00
12/21/01 12-Apr-2002	Canaccord Capital (Europe) Ltd.	ZENON Environmental Inc. - Common Shares	6,555,000.00	380,000.00

**NOTICE OF INTENTION TO DISTRIBUTE SECURITIES AND ACCOMPANYING DECLARATION UNDER SECTION 2.8
OF MULTILATERAL INSTRUMENT 45-102 RESALE OF SECURITIES - FORM 45-102F3**

<u>Seller</u>	<u>Security</u>	<u>Amount_num</u>
Glenn J. Mullan	Canadian Royalties Inc. - Common Shares	159,676.00
Larry Melnick	Champion Natural Health.com Inc. - Shares	29,900.00
Conrad M. Black	Hollinger Inc. - Shares	1,611,039.00
Kalimantan Investment Corporation	Kalimantan Gold Corporation Limited - Common Shares	500,000.00
Middlefield Capital Fund	Middlefield Bancorp Limited - Common Shares	500,000.00
Ontex Resources Limited	Pifher Resources Inc. - Common Shares	16,667.00
Alan Rootenberg	Talware Networx Inc. - Common Shares	2,000,000.00

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Chapter 9
Legislation

THERE IS NO MATERIAL FOR THIS CHAPTER IN THIS ISSUE

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Chapter 11

IPOs, New Issues and Secondary Financings

Issuer Name:

Cheyenne Energy Inc.
Principal Regulator - Alberta

Type and Date:

Preliminary Prospectus dated April 30th, 2002
Mutual Reliance Review System Receipt dated May 1st, 2002

Offering Price and Description:

\$1,500,000 to \$3,000,000 - 6,000,000 to 12,000,000 Units
@ \$ 0.25 per Unit

Underwriter(s) or Distributor(s):

Union Securities Ltd.

Promoter(s):

Timothy M. Cooney
Charles M. Baumgart
Project #441948

Issuer Name:

Contrarian Resource Fund 2002 Limited Partnership
Principal Regulator - British Columbia

Type and Date:

Preliminary Prospectus dated April 24th, 2002
Mutual Reliance Review System Receipt dated April 26th, 2002

Offering Price and Description:

\$5,000,000 to \$35,000,000 - 500,000 to 3,500,000 Limited Partnership Units.

Minimum Subscription : 250 Units @\$10.00 per Unit

Underwriter(s) or Distributor(s):

Registered Dealers

Promoter(s):

Contrarian Resource Fund 2002 Management Limited
Project #440689

Issuer Name:

Coastal Income Corp.
Principal Regulator - Ontario

Type and Date:

Preliminary Prospectus dated April 30th, 2002
Mutual Reliance Review System Receipt dated May 1st, 2002

Offering Price and Description:

\$ * - * Senior Preferred Shares @\$25.00 per Senior Preferred Share

Underwriter(s) or Distributor(s):

Scotia Capital Inc.
CIBC World Markets Inc.
RBC Dominion Securities Inc.
TD Securities Inc.
National Bank Financial Inc.
Dundee Securities Corporation
Thomson Kernaghan & Co. Ltd.

Promoter(s):

Costal Investments Inc.
Project #442009

Issuer Name:

Crystal Enhanced Index World Fund
Principal Regulator - Ontario

Type and Date:

Preliminary Simplified Prospectus dated April 30th, 2002
Mutual Reliance Review System Receipt dated May 1st, 2002

Offering Price and Description:

Class A Units

Underwriter(s) or Distributor(s):

Crystal Wealth Management System Limited

Promoter(s):

Crystal Wealth Management System Limited
Project #441782

Issuer Name:

Diversified Investment Grade Income Trust, Series 1
Principal Regulator - Quebec

Type and Date:

Preliminary Prospectus dated April 26th, 2002
Mutual Reliance Review System Receipt dated April 26th, 2002

Offering Price and Description:

\$ * - * Units Redeemable on *, 2007
@\$ * per Unit

Underwriter(s) or Distributor(s):

National Bank Financial Inc.

Promoter(s):

National Bank Financial Inc.
Project #440682

Issuer Name:

Dorel Industries Inc.
Principal Regulator - Quebec

Type and Date:

Preliminary Short Form Prospectus dated April 30th, 2002
Mutual Reliance Review System Receipt dated April 30th, 2002

Offering Price and Description:

\$134,750,000 - 3,500,000 Class B Subordinate Voting Shares @ \$38.50 per Class B Subordinate Voting Shares

Underwriter(s) or Distributor(s):

CIBC World Markets Inc.
Scotia Capital Inc.
BMO Nesbitt Burns Inc.
RBC Dominion Securities Inc.
Sprott Securities Inc.

Promoter(s):

-

Project #441755

Issuer Name:

Echo Bay Mines Ltd.
Principal Regulator - Alberta

Type and Date:

Preliminary Short Form Prospectus dated April 29th, 2002
Mutual Reliance Review System Receipt dated April 29th, 2002

Offering Price and Description:

\$ * - * Units @ \$ * per Unit

Underwriter(s) or Distributor(s):

BMO Nesbitt Burns Inc.
National Bank Financial Inc.

Promoter(s):

-

Project #441218

Issuer Name:

Eldorado Gold Corporation
Principal Regulator - British Columbia

Type and Date:

Amended and Restated Preliminary Prospectus dated April 24th, 2002
Mutual Reliance Review System Receipt dated April 25th, 2002

Offering Price and Description:

Cdn. \$25,000,000 (US\$15,728,216) - 59,523,810 Common Shares, issuable upon the exercise of 59,523,810 outstanding Special Warrants

Underwriter(s) or Distributor(s):

Sprott Securities Inc.

Promoter(s):

-

Project #431389

Issuer Name:

EnerVest FTS Limited Partnership 2002
Principal Regulator - Alberta

Type and Date:

Preliminary Prospectus dated April 30th, 2002
Mutual Reliance Review System Receipt dated April 30th, 2002

Offering Price and Description:

\$2,500,000 to \$10,000,000 - 100,000 to 400,000 Limited Partnership Units @ \$25.00
Per Unit. Minimum Subscription : \$2,500.00 (100 Units)

Underwriter(s) or Distributor(s):

Research Capital Corporation

Promoter(s):

EnerVest 2002 General Partner Corp.
EnerVest Resource Management Ltd.
Project #441861

Issuer Name:

Impact Energy Inc.
Principal Regulator - Alberta

Type and Date:

Preliminary Short Form Prospectus dated April 26th, 2002
Mutual Reliance Review System Receipt dated April 26th, 2002

Offering Price and Description:

\$10,000,000 - 6,250,000 Common Shares issuable upon the exercise of Special Warrants @ \$1.60 per Special Warrants

Underwriter(s) or Distributor(s):

Griffiths McBurney & Partners
BMO Nesbitt Burns Inc.
National Bank Financial Inc.

TD Newcrest
Yorkton Securities Inc.

Promoter(s):

Peter Norman Bannister
Paul Colborne
Project #440681

Issuer Name:

Lifebank Cryogenics Corp.
Principal Regulator - British Columbia

Type and Date:

Preliminary Prospectus dated April 26th, 2002
Mutual Reliance Review System Receipt dated April 30th, 2002

Offering Price and Description:

\$1,500,000 - \$4,000,000 - * Common Shares @ \$0.* per Common Share

Underwriter(s) or Distributor(s):

Yorkton Securities Inc.

Promoter(s):

Frank Ernest Stacey
Project #441185

Issuer Name:

Merrill Lynch Financial Assets Inc.
Principal Regulator - Ontario

Type and Date:

Preliminary Short Form PREP Prospectus dated April 29th, 2002
Mutual Reliance Review System Receipt dated April 29th, 2002

Offering Price and Description:

\$256,100,000 (Approximate) Commercial Mortgage Pass-Through Certificates, Series 2002-Canada 7

Underwriter(s) or Distributor(s):

Merrill Lynch Canada Inc.
National Bank Financial Inc.
TD Securities Inc.
RBC Dominion Securities Inc.
Scotia Capital Inc.
Laurentian Bank Securities Inc.
HSBC Securities (Canada) Inc.

Promoter(s):

-

Project #440957

Issuer Name:

Norrep Performance 2002 Flow-Through Limited Partnership
Principal Regulator - Alberta

Type and Date:

Preliminary Prospectus dated April 26th, 2002
Mutual Reliance Review System Receipt dated April 26th, 2002

Offering Price and Description:

\$5,000,000 to \$30,000,000 - 500,000 to 3,000,000 Limited Partnership Units @ \$10.00 per Unit
Minimum Purchase : 1,000 Units (\$10,000)

Underwriter(s) or Distributor(s):

BMO Nesbitt Burns Inc.
National Bank Financial Inc.
TD Securities Inc.
Peters & Co. Limited
Yorkton Securities Inc.
Bieber Securities Inc.

Promoter(s):

Hesperian Capital Management Ltd.

Project #440724

Issuer Name:

Merrill Lynch Financial Assets Inc.
Principal Regulator - Ontario

Type and Date:

Preliminary Short Form Prospectus dated May 1st, 2002
Mutual Reliance Review System Receipt dated May 1st, 2002

Offering Price and Description:

\$223,879,000 (Approximate)
AmeriCredit Canada Automobile Receivables Co-Ownership Certificates, Series 2002-A

Underwriter(s) or Distributor(s):

Merrill Lynch Canada Inc.

Promoter(s):

-

Project #442159

Issuer Name:

Qwest Energy Income Development Limited Partnership
Principal Regulator - British Columbia

Type and Date:

Amended and Restated Preliminary Prospectus dated April 26th, 2002
Mutual Reliance Review System Receipt dated April 26th, 2002

Offering Price and Description:

\$2,000,000 to \$25,000,000 - 80,000 to 1,000,000 Units @ \$25.00 per Unit.

Minimum Purchase : 100 Units

Underwriter(s) or Distributor(s):

Canaccord Capital Corporation
TD Securities Inc.
Dundee Securities Corporation
Research Capital Corporation
Altara Securities Inc.
Wellington West Capital Inc.
Leede Financial Markets Inc.

Promoter(s):

Qwest Energy Corp.

Project #437657

Issuer Name:

Spectrum Canadian Money Market Class
Spectrum Canadian Investment Class
Spectrum Canadian Equity Class
Spectrum American Value Class
Spectrum American Core Class
Spectrum American Growth Class
Spectrum Global Equity Class
Spectrum Global Growth Class
Spectrum TACTONICS Class
Spectrum Asian Dynasty Class
Spectrum European Growth Class
Spectrum Global Financial Services Class
Spectrum Global Health Sciences Class
Spectrum Global Telecommunications Class

Principal Regulator - Ontario

Type and Date:

Preliminary Simplified Prospectus dated April 24th, 2002
Mutual Reliance Review System Receipt dated May 1st, 2002

Offering Price and Description:

(Series R, F, and I Shares)

Underwriter(s) or Distributor(s):

-

Promoter(s):

Spectrum Investment Management Limited
Project #439877

Issuer Name:

Standard Life Monthly Income Fund
Principal Regulator - Quebec

Type and Date:

Preliminary Simplified Prospectus dated April 23rd, 2002
Mutual Reliance Review System Receipt dated April 26th, 2002

Offering Price and Description:

Mutual Fund Securities Net Asset Value

Underwriter(s) or Distributor(s):

-

Promoter(s):

-

Project #439302

Issuer Name:

Ultima Energy Trust
Principal Regulator - Alberta

Type and Date:

Preliminary Short Form Prospectus dated April 24th, 2002
Mutual Reliance Review System Receipt dated April 24th, 2002

Offering Price and Description:

\$20,400,000 - 4,000,000 Trust Units @ \$5.10 per Trust Unit

Underwriter(s) or Distributor(s):

BMO Nesbitt Burns Inc.
CIBC World Markets Inc.
National Bank Financial Inc.

Promoter(s):

-

Project #439907

Issuer Name:

Mackenzie Ivy Enterprise Capital Class
Mackenzie Universal Select Managers USA Capital Class
Mackenzie Universal Global Ethics Capital Class
Mackenzie Universal Select Managers Far East Capital Class
Mackenzie Universal Select Managers Japan Capital Class
Mackenzie Universal World Emerging Growth Capital Class
Mackenzie Universal Diversified Equity Capital Class
Mackenzie Universal Communications Capital Class
Mackenzie Universal Internet Technologies Capital Class
Mackenzie Universal World Real Estate Capital Class
Mackenzie Universal World Resource Capital Class
Mackenzie Universal World Science & Technology Capital Class

Principal Regulator - Ontario

Type and Date:

Amendment #2 dated April 19th, 2002 to Simplified Prospectus and Annual Information Form dated October 25th, 2001

Mutual Reliance Review System Receipt dated 1st day of May, 2002

Offering Price and Description:

Mutual Fund Securities Net Asset Value

Underwriter(s) or Distributor(s):

Mackenzie Financial Corporation

Promoter(s):

-

Project #382865

Issuer Name:

Mackenzie Universal Americas Fund
Mackenzie Universal Far East Fund
Mackenzie Universal Japan Fund
Mackenzie Universal World Emerging Growth Fund
Mackenzie Universal World Value Fund
Mackenzie Universal Global Ethics Fund
Mackenzie Universal World Real Estate Fund
Mackenzie Universal World Resource Fund
Mackenzie Universal Communications Fund
Mackenzie Universal RSP Communications Fund
Mackenzie Universal RSP Internet Technologies Fund
Mackenzie Universal World Science & Technology Fund
Mackenzie Universal RSP Global Ethics Fund
Mackenzie Universal Internet Technologies Fund
Mackenzie Universal RSP World Science & Technology Fund
Principal Regulator - Ontario

Type and Date:

Amendment #1 dated April 19th, 2002 to Simplified Prospectus and Annual Information Form dated December 27th, 2001
Mutual Reliance Review System Receipt dated 25th day of April, 2002

Offering Price and Description:

(Series A, F, I and O Units)

Underwriter(s) or Distributor(s):

Mackenzie Financial Corporation
Cundill Funds Inc.
Peter Cundill & Associates Ltd.

Promoter(s):

Mackenzie Financial Corporation
Project #403456

Issuer Name:

Mackenzie Ivy Enterprise Fund
Principal Regulator - Ontario

Type and Date:

Amendment #1 dated April 19th, 2002 to Simplified Prospectus and Annual Information Form dated December 18th, 2001
Mutual Reliance Review System Receipt dated 25th day of April, 2002

Offering Price and Description:

Mutual Fund Securities Net Asset Value

Underwriter(s) or Distributor(s):

Mackenzie Financial Corporation
Peter Cundill & Associates Ltd.

Promoter(s):

Mackenzie Financial Corporation
Project #400669

Issuer Name:

Royal Canadian Index Fund
Royal Premium Canadian Index Fund
Royal U.S. Index Fund
Royal Premium U.S. Index Fund
Principal Regulator - Ontario

Type and Date:

Amendment #2 dated April 19th, 2002 to Simplified Prospectus and Annual Information Form dated September 5th, 2001
Mutual Reliance Review System Receipt dated 26th day of April, 2002

Offering Price and Description:

Mutual Fund Securities Net Asset Value

Underwriter(s) or Distributor(s):

Royal Mutual Funds Inc.

Promoter(s):

Royal Mutual Funds Inc.

Project #378646

Issuer Name:

Royal Mortgage Fund
Royal Select Income Portfolio
Royal Select Balanced Portfolio
Royal Select Growth Portfolio (Series A Units)
Royal Canadian Growth Fund
Royal Canadian Small Cap Fund
Royal e-Commerce Fund
Royal European Growth Fund
Royal Latin American Fund
Royal Japanese Stock Fund
Royal Asian Growth Fund
Royal Global Technology Sector Fund (Series A and Series F Units)
Principal Regulator - Ontario

Type and Date:

Amendment #2 dated April 19th, 2002 to Simplified Prospectus and Annual Information Form dated July 17th, 2001
Mutual Reliance Review System Receipt dated 26th day of April, 2002

Offering Price and Description:

Mutual Fund Securities Net Asset Value

Underwriter(s) or Distributor(s):

Royal Mutual Funds Inc.

Promoter(s):

Royal Mutual Funds Inc.

Project #368087

Issuer Name:

Canada Dominion Resources Limited Partnership IX
Principal Regulator - Ontario

Type and Date:

Final Prospectus dated April 26th, 2002
Mutual Reliance Review System Receipt dated 30th day of
April, 2002

Offering Price and Description:

-

Underwriter(s) or Distributor(s):

RBC Dominion Securities Inc.
CIBC World Markets Inc.
BMO Nesbitt Burns Inc.
National Bank Financial Inc.
Scotia Capital Inc.
TD Securities Inc.
Canaccord Capital Corporation
Desjardins Securities Inc.
Dundee Securities Corporation
HSBC Securities (Canada) Inc.
Raymond James Ltd.
Trilon Securities Corporation
Yorkton Securities Inc.

Promoter(s):

Canada Dominion Resources Limited IX Corporation
StrategicNova Alternative Investment Products Inc.
Hutton Capital Corporation

Project #431042

Issuer Name:

Casurina Performance Fund
Principal Regulator - Ontario

Type and Date:

Final Prospectus dated April 23rd, 2002
Mutual Reliance Review System Receipt dated 24th day of
April, 2002

Offering Price and Description:

-

Underwriter(s) or Distributor(s):

National Bank Financial Inc.
RBC Dominion Securities Inc.
CIBC World Markets Inc.
BMO Nesbitt Burns Inc.
Scotia Capital Inc.
TD Securities Inc.
Desjardins Securities Inc.
HSBC Securities (Canada) Inc.
Raymond James Ltd.
Canaccord Capital Corporation
Dundee Securities Corporation
Trilon Securities Corporation
Yorkton Securities Inc.

Promoter(s):

Front Street Capital
Project #422364

Issuer Name:

Connor, Clark & Lunn TIGERS Trust
Principal Regulator - Ontario

Type and Date:

Final Prospectus dated April 29th, 2002
Mutual Reliance Review System Receipt dated 29th day of
April, 2002

Offering Price and Description:

-

Underwriter(s) or Distributor(s):

CIBC World Markets Inc.
RBC Dominion Securities Inc.
TD Securities Inc.
BMO Nesbitt Burns Inc.
National Bank Financial Inc.
Scotia Capital Inc.
HSBC Securities (Canada) Inc.
Raymond James Ltd.
Yorkton Securities Inc.
Canaccord Capital Corporation
Desjardins Securities Inc.

Promoter(s):

Connor, Clark & Lunn Capital Markets Inc.
Project #427269

Issuer Name:

General Donlee Income Fund
Principal Regulator - Ontario

Type and Date:

Final Prospectus dated April 24th, 2002
Mutual Reliance Review System Receipt dated 24th day of
April, 2002

Offering Price and Description:

-

Underwriter(s) or Distributor(s):

RBC Dominion Securities Inc.
Scotia Capital Inc.
CIBC World Markets Inc.
TD Securities Inc.
Octagon Capital Corporation

Promoter(s):

-

Project #429357

Issuer Name:

KBSH Leaders Trust
Principal Regulator - Ontario

Type and Date:

Final Prospectus dated April 26th, 2002
Mutual Reliance Review System Receipt dated 29th day of April, 2002

Offering Price and Description:

-

Underwriter(s) or Distributor(s):

RBC Dominion Securities Inc.
CIBC World Markets Inc.
BMO Nesbitt Burns Inc.
Scotia Capital Inc.
TD Securities Inc.
National Bank Financial Inc.
HSBC Securities (Canada) Inc.
Raymond James Ltd.
Canaccord Capital Corporation
Desjardins Securities Inc.
Dundee Securities Corporation
Yorkton Securities Inc.

Promoter(s):

KBSH Capital Management Inc.
Project #426096

Issuer Name:

MediSolution Ltd.
Principal Regulator - Quebec

Type and Date:

Final Prospectus dated April 25th, 2002
Mutual Reliance Review System Receipt dated 26th day of April, 2002

Offering Price and Description:

-

Underwriter(s) or Distributor(s):

-

Promoter(s):

-

Project #429292

Issuer Name:

Titanium Corporation Inc.

Type and Date:

Final Form Prospectus dated April 25th, 2002
Receipt dated 29th day of April, 2002

Offering Price and Description:

-

Underwriter(s) or Distributor(s):

Canaccord Capital Corporation

Promoter(s):

George Elliott
Project #430869

Issuer Name:

Biomira Inc.
Principal Regulator - Alberta

Type and Date:

Final Short Form Shelf Prospectus dated April 30th, 2002
Mutual Reliance Review System Receipt dated 30th day of April, 2002

Offering Price and Description:

-

Underwriter(s) or Distributor(s):

-

Promoter(s):

-

Project #438534

Issuer Name:

Bonavista Petroleum Ltd.
Principal Regulator - Alberta

Type and Date:

Final Short Form Prospectus dated April 29th, 2002
Mutual Reliance Review System Receipt dated 29th day of April, 2002

Offering Price and Description:

-

Underwriter(s) or Distributor(s):

Peters & Co. Limited
FirstEnergy Capital Corp.
Yorkton Securities Inc.
RBC Dominion Securities Inc.
TD Securities Inc.
BMO Nesbitt Burns Inc.
CIBC World Markets Inc.
Merrill Lynch Canada Inc.
Sprott Securities Inc.

Promoter(s):

-

Project #438412

Issuer Name:

Energy Savings Income Fund
Principal Regulator - Ontario

Type and Date:

Final Short Form Prospectus dated April 25th, 2002
Mutual Reliance Review System Receipt dated 25th day of April, 2002

Offering Price and Description:

-

Underwriter(s) or Distributor(s):

CIBC World Markets Inc.
National Bank Financial Inc.
BMO Nesbitt Burns Inc.
Canaccord Capital Corporation
Dundee Securities Corporation

Promoter(s):

Ontario Energy Savings Corp.
Project #436062

Issuer Name:

Dominion Equity Resource Fund Inc.
Principal Regulator - Alberta

Type and Date:

Final Simplified Prospectus and Annual Information Form
dated April 24th, 2002
Mutual Reliance Review System Receipt dated 29th day
April, 2002

Offering Price and Description:

-

Underwriter(s) or Distributor(s):

-

Promoter(s):

-

Project #429152

Issuer Name:

The Hartford U.S. Stock Fund
The Hartford U.S. Capital Appreciation Fund
The Hartford Global Leaders Fund
The Hartford Money Market Fund
The Hartford Bond Fund
The Hartford Advisors Fund
The Hartford Canadian Stock Fund
Principal Regulator - Ontario

Type and Date:

Final Simplified Prospectus and Annual Information Form
dated April 29th, 2002
Mutual Reliance Review System Receipt dated 30th day of
April, 2002

Offering Price and Description:

(Units)

Underwriter(s) or Distributor(s):

-

Promoter(s):

Hartford Investments Canada Corp.

Project #427247

Chapter 12

Registrations

12.1.1 Securities

Type	Company	Category of Registration	Effective Date
New Registration	Hub Capital Inc. Attention: Alfred Gunther Bauer 36 Wonderland Rd S Suite 201 London ON N6K 1L3	Mutual Fund Dealer	Apr 30/02
New Registration	Ashmore Investment Management Limited Attention: Ross F. McKee c/o Blakes Extra-Provincial Services Inc. 199 Bay Street, Suite 2800 Commerce Court West Toronto ON M5L 1A9	International Adviser Investment Counsel & Portfolio Manager	Apr 30/02
New Registration	Fidelity Intermediary Securities Company Limited Attention: Nigel James Etherington 483 Bay Street Suite 200 Toronto ON M5G 2N7	Investment Dealer Equities	Apr 25/02
Change of Name	Triglobal Capital Management Ontario Inc. Attention: Pierre Paul Henrie c/o Gowling Lafleue Henderson LLP 160 Elgin Street Suite 2600 Ottawa ON K1P 1C3	From: Groupe Ad Verticem Inc. To: Triglobal Capital Management Ontario Inc.	Feb 07/02
Change of Name	CBID Markets Inc. Attention: Laurence David Rose 372 Bay Street 20 th Floor Toronto ON M5H 2W9	From: CBID Securities Inc. To: CBID Markets Inc.	Apr 09/02
Change in Category (Categories)	C.S.T. Investors Inc. Attention: Thomas Fraser O'Shaughnessy 240 Duncan Mill Road Suite 600 Don Mills ON M3B 3P1	From: Mutual Fund Dealer To: Mutual Fund Dealer Scholarship Plan Dealer	Apr 25/02

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Chapter 13

SRO Notices and Disciplinary Proceedings

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Chapter 25

Other Information

THERE IS NO MATERIAL FOR THIS CHAPTER IN THIS ISSUE

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