

The Ontario Securities Commission

OSC Bulletin

February 18, 2000

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

The Ontario Securities Commission

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M5H 3S8

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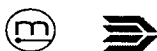


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Chapter 1

Notices / News Releases

1.1 Notices

SCHEDULED OSC HEARINGS

1.1.1 Current Proceedings Before The Ontario Securities Commission

February 18, 2000

CURRENT PROCEEDINGS

BEFORE

ONTARIO SECURITIES COMMISSION

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

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

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THE COMMISSIONERS

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

Date to be announced

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

s. 127

Mr. I. Smith in attendance for staff.

Panel: HW / DB / MPC

Mar 27/2000
10:00 a.m.

William Norman Maxwell, John Dzambazov and Antonino Candido

s. 127

Ms. M. Sopinka in attendance for staff.

Panel: HW / JAG / JFH

Jul 31/2000-
Aug18/2000
10:000 a.m.

Paul Tindall and David Singh

s. 127

Ms. M. Sopinka in attendance for staff.

Panel: TBA

ADJOURNED SINE DIE

DJL Capital Corp. and Dennis John Little

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

Irvine James Dyck

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

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

S. B. McLaughlin

PROVINCIAL DIVISION PROCEEDINGS

Feb 22/2000
9:00 a.m.

Glen Harvey Harper

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

Courtroom G, Provincial Offences Court
Old City Hall, Toronto

Feb 24/2000
9:00 a.m.

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

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

Courtroom 112, Provincial Offences Court
Old City Hall, Toronto

Mar 24/2000
10:00 a.m.

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

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

Court Room No. 9
114 Worsley Street
Barrie, Ontario

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

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

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

Courtroom 124, Provincial Offences Court
Old City Hall, Toronto

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

**1.1.2 Remarks by David A. Brown, Chair, OSC -
The Canadian Securities Administrators'
Concept Paper on Market Regulation: What
Will it Mean for the Pension Industry?**

**THE CANADIAN SECURITIES ADMINISTRATORS'
CONCEPT PAPER ON MARKET REGULATION:
WHAT WILL IT MEAN FOR THE PENSION
INDUSTRY?**

**REMARKS BY
DAVID A. BROWN, Q.C.
CHAIR,
ONTARIO SECURITIES COMMISSION**

**THE ASSOCIATION OF CANADIAN PENSION
MANAGEMENT
Sheraton Centre Toronto Hotel**

February 16th, 2000

I'm delighted to have this opportunity to talk to representatives of an industry that is becoming increasingly important to more and more people. Pensions, and retirement income in general, have moved to the forefront of the economic agenda for a great many Canadians.

Something is happening that a lot of parents in the 1960s warned their children about, when they said: "Someday you'll be my age."

The leading edge of the baby boom generation is finally entering their 50s. That means a significant proportion of the population has dealt with two of the biggest economic challenges of life – raising a family and purchasing a home.

Now, the looming financial hurdle in front of many is ensuring economic security in retirement. Different people see different ways of meeting that challenge. Different employers are looking at different ways of fulfilling their pension obligations. Employees have many choices of products for personal retirement savings.

I would like to discuss the kind of regulatory changes this may entail. First, I would like to look at the evolving nature of investment, and how regulatory structures must be redefined in order to keep up.

Investing has changed dramatically over the past few years. More people are participating, from a broader range of society. While bank deposits have declined, share ownership has climbed. A nation of savers has become a nation of investors.

There are far more investment instruments to choose from, and much more information available on which to base decisions. Technology has widened choice, and made execution faster and simpler.

People are less likely to restrict their investment decisions on the basis of geography or political jurisdiction. The Internet doesn't have a 49th parallel. In a 24-hour by 7-day era of open financial borders and real-time communications, there is one market: the world.

But while capital is unrestrained by borders or time, financial regulation remains restrained by jurisdiction and institutional labels. How are we to regulate global markets, using fragmented structures?

Canada, for example is home to 13 securities regulators, and a plethora of insurance and pension regulators.

We are left to formulate policies for the future on the basis of a structure from the past. It was a past in which most companies providing financial products in Canada fit clearly and neatly into one of four categories: They were banks, or they were insurance companies, or they were securities firms, or trust companies.

Each pillar had a core activity reserved to it, spelled out in legislation. There was very little overlap in products and services. Cross ownership was prohibited, or at least limited.

That was the environment that gave birth to the Canadian regulatory framework. Because each sector was seen to pose its own distinct set of concerns, unrelated to the others, each had its own specialized legislation and its own set of regulators.

So much for history. Today, the regulated industries are melding together. Most of the rules separating the four pillars are long gone. Many participants that were never part of any of these pillars are providing financial services. Innovation and customer demand have generated many new financial products. More and more financial services are being delivered to Canadians by huge conglomerates, integrated across the sectors. Most banks sell insurance, and most insurance companies sell investment products.

In fact, everything in the world of financial services seems to be converging – except the institutions that regulate them. The industry has been remodeling itself. Shouldn't the regulatory system be doing the same?

Financial services regulation is not keeping up with the financial services market. Canadian regulation continues to be administered the way it was when the financial sectors were distinct and apart from each other. How a product is regulated depends on who happens to be offering it. Different financial service providers are regulated in different ways – even when they provide the same product.

Consider RRSPs. Depending on the type of investment made through the plan or where the buyer acquired the RRSP, they're subject to different disclosure regimes, suitability standards, educational requirements, and reporting requirements.

Consider debt instruments where the interest rate is linked to changes in a stock market. If they are issued by a bank and called "deposits", they can be sold by bank tellers. In that case, the buyer doesn't have to be provided with any disclosure regarding the terms or the risks. But if the instruments are issued by anyone other than a financial institution or government, they would have to be sold by a full-service dealer. Each retail buyer has to receive a prospectus containing full details about the issuer, terms of the securities, and risks.

How are we to regulate financial markets using structures that are segregated by sectoral breakdowns that no longer exist? When the regulated sectors are becoming increasingly intertwined, how long can the regulators remain completely separated?

The Canadian Securities Administrators, the CSA, examined this issue. As you probably recall, a year ago this month it issued a discussion paper. After considerable study, the CSA concluded it is time for similar market services and products to receive comparable regulatory treatment, regardless of the way they are packaged or the nature of the institution offering them.

Under the CSA model, the Provinces and Territories would administer market regulation – regulation aimed at protecting consumers and maintaining the efficiency and integrity of the marketplace. That includes requirements regarding disclosure about attributes of investments, issuers and conflicts of interest, and standards for industry professionals. It includes rules to protect customer funds and assets, and supervision of securities markets to ensure fair and efficient operations.

All of that is distinct from prudential regulation, which is aimed at reducing the risk of insolvency among financial institutions.

Under this proposed regulatory regime, the same overall market regulation structure would apply to all financial service providers – including industries that are under the purview of the federal government.

Similar products and services could be regulated in a similar manner, financial innovation would be facilitated, and clarity could be provided to investors.

I know that some people see provincial regulation as a formula for duplication and confusion. But one federal regulator is not a practical possibility. The practical goal is a consistent system of rules for the whole country.

The CSA model of market regulation would achieve that. A combination of formal and informal agreements would produce a coordinated, harmonized regulatory structure across Canada. We already do that in securities regulation, through the CSA, encompassing all provincial and territorial securities commissions. And we have a long tradition of working with the industry. There is no reason why that would not continue.

Shortly after the release of the CSA concept paper, we joined with our provincial insurance and pension regulatory colleagues to form a Joint Forum of Financial Regulators; a working forum designed to facilitate harmonization of the market regulation of similar products and services. The Forum's first project, harmonization of mutual fund and seg fund regulation, is now well advanced.

What about regulation of pensions? How would that be handled on a nation-wide basis?

The thinking behind the CSA paper has mostly been directed at regulatory structures. Detailed work has not yet begun on the actual policies, including what changes may be needed in the current nature of both securities and pension regulation.

However, the regulation of the pension plans themselves is unlikely to be affected by the CSA proposals. Ottawa and the provinces each have equivalent jurisdictions over defined categories of employers and the pension plans they provide for their employees. Clearly, the system could benefit from uniform standards across the country, and perhaps CAPSA could play a more active role in developing policies that could be applied nationally.

Employee participation in some types of pension arrangements may be a different story. In fact, some pension offerings and securities instruments are coming to look more and more alike.

One of the most important trends that is driving the global convergence of pension management and securities is the shift from defined-benefits plans to defined-contribution plans and group RRSPs.

We're moving away from a society where it is generally assumed that if you have been working for the same employer for a certain number of years and your maximum salary is so much, you will receive a certain amount of money for the rest of your life.

This shift suits employers – making their pension contributions stable, predictable, and easily managed. It suits many employees, who feel empowered by portable, individualized pension plans. It reflects the evolving nature of work, which is no longer defined as one employer for your entire working life.

But it is also a massive transference of risk from the employer to the employee. How many employees realize that the choices they must make will affect the quality of their lives in retirement? And if the size of an employee's pension depends upon how well the contributions are invested, what is the difference between that and any other investment instrument?

With the growth of defined-contribution plans and Group RRSPs, pension investment is looking more and more like a retail securities product. But many of the requirements that are standard for retail investment don't apply to pensions – in terms of the rules governing advice, the qualifications of advisors, knowledge of client, or frequency of reporting. There may be valid reasons why differing treatment continues to make sense. But until both regimes are examined, those reasons are not self-evident.

These issues are currently being examined by the Joint Forum of securities, pension and insurance regulators. A working group is examining the various types of defined contribution plans to identify whether they pose investor protection concerns and, if so, to recommend regulatory fixes that are consistent with protections afforded to purchasers of similar investment products.

It seems to me that we can learn and adapt from the way each industry is currently regulated. It makes sense to look to the pension industry, for example, when it comes to considering models for the mutual fund industry. The current fiduciary standards and independence requirements of pension funds might well apply to mutual funds.

The ACPM paper, "A Retirement Income Strategy for Canada", which you issued last month, addresses the need for

implementing an independent governance régime for mutual funds. It argues, however, that the adoption of independent governance requirements for mutual funds would shift the primary regulatory responsibility for mutual funds to prudential regulators under a functional model. I'm not sure that this is entirely the case. The line between prudential and market regulation is not black and white – particularly where the regulatory requirements go to maintaining investor confidence in the markets. It's worth noting that in Australia, where regulatory responsibilities are divided on prudential and market regulatory lines, the market regulator retains responsibility for all aspects of collective investment schemes and for the capital requirements of both dealers and advisers.

This very helpful discussion in your January paper underscores the need to be considering these issues across sectoral boundaries. Shaping up-to-date policies governing market regulation will require a willingness to look at these issues with an open mind. It will require cooperation from all concerned. And it will require a willingness to look at the underlying rationale behind current regulation.

Securities law, for example, pre-supposes that employers and fund managers are making the investment decisions. But what kind of market discipline is felt by employers who make the decisions but don't take the risks?

Moreover, under defined-contribution plans and Group RRSPs, investors have less control than when they are dealing with securities. Clients can always fire their broker.

To underline what I said earlier, no detailed work has yet been done on the current level of regulation and what changes may be required. However, to the untutored eye it seems somewhat unusual that the rules that apply to a group RRSP or defined-contribution plan differ from those that would apply to similar products offered by financial service providers directly to the employee.

We have to look at the disclosure that plan participants may receive – in choosing a plan, during their participation in a plan, and at the time that their contributions to the plan cease.

Should all pooled investment products be accompanied by more disclosure than is currently required? Should the operator of the pooled fund be required to make periodic disclosures to plan participants?

Should there be different rules regarding the qualifications of those who may sell products?

We have to consider the way portfolio managers are regulated. If they are licensed by the securities commissions, they are subject to the highest standards of education and experience of any category. But those responsible for investing pension funds, like the trust company employee making the investment decisions for estates, are not subject to any specific proficiency requirements by legislation. The rules designed to protect clients from conflicts of interest, such as prohibitions on front running client orders, differ substantially.

The function is the same: buying and selling securities for the client on a discretionary basis. But the standards and requirements imposed depend on where the portfolio manager happens to work.

Ladies and Gentlemen, the process for moving forward on the concepts set out in the CSA paper will involve more consultation with industry groups, especially as a wide range of areas are covered. The expertise of the pension industry will be especially necessary.

Regulation must reflect the changing nature of investment, and the new realities of the financial services industry. The four pillars are no longer distinct and isolated. It is time we were able to say the same for the structures that regulate them. It is time to bring Canada's regulatory approach into line with industry reality – and on track to effectively represent the interests of Canadians in the 21st century.

Thank you.

1.1.3 Staff Accounting Notice 52-709 - Income Statement Presentation of Goodwill Charges

STAFF ACCOUNTING NOTICE 52-709

INCOME STATEMENT PRESENTATION OF GOODWILL CHARGES

Purpose

The purpose of this Staff Notice is to set out staff's views with respect to the application of paragraphs 1580.82-.83 of the CICA Handbook ("the Handbook") to charges for amortization of goodwill associated with long-term investments accounted for using the equity method.

Issue

Paragraphs 1580.82-.83 of the Handbook allow goodwill amortization expense and goodwill impairment charges to be presented on a net-of-tax basis as a separate line item in the income statement, following a subtotal that is descriptive of the items that follow. Basic and fully-diluted per share amounts may also be presented for this subtotal.

The question has arisen as to whether it is appropriate, in accordance with paragraphs 1580.82-.83, to present charges for amortization of goodwill associated with long term investments accounted for using the equity method on a net of tax basis as part of an income statement line item for goodwill charges. Goodwill associated with long term investments accounted for using the equity method includes both (i) goodwill that is recorded within the financial statements of the investee itself, and (ii) goodwill notionally included in the carrying value of the investment as recorded by the investor.

Paragraph 3050.12 of the Handbook specifies that the application of the equity method of accounting results in the net income of the investor being the same as the consolidated net income would have been had the financial statements of the investee been consolidated with those of the investor. Paragraph 3050.09 of the Handbook lists the items recorded by an investee that should be disclosed in the investor's financial statements according to their nature. This paragraph does not contemplate that charges for amortization of goodwill would be presented separately in the investor's income statement. In Staff's view, charges for amortization of goodwill associated with long-term investments accounted for using the equity method of accounting therefore fall outside the scope of paragraphs 1580.82-.83 of the Handbook.

Staff's Views

In Staff's view, the presentation described in paragraphs 1580.82-.83 of the Handbook is permissible for only those charges for amortization of goodwill associated with business combinations accounted for using the purchase method, as defined in CICA 1580.07. This presentation is not available in respect of charges for amortization of goodwill associated with long-term investments accounted for using the equity method of accounting.

1.2 Notice of Hearings

1.2.1 Macdonald Oil Exploration Ltd., Frank C. Smeenk, Mario A. Miranda, Allan C. Kent and Cubacan Exploration Inc. - s. 127

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

AND

**IN THE MATTER OF
MACDONALD OIL EXPLORATION LTD.,
FRANK C. SMEENK, MARIO A. MIRANDA,
ALLAN C. KENT and CUBACAN EXPLORATION INC.**

**NOTICE OF HEARING
(Section 127)**

TAKE NOTICE that the Ontario Securities Commission (the "Commission") will hold a hearing pursuant to section 127 of the *Securities Act*, R.S.O. 1990, c. S.5, as amended (the "Act") at its offices on the 8th Floor, 20 Queen Street West, Toronto, Ontario commencing on the 14th day of February, 2000, at 10:00 a.m. or as soon thereafter as the hearing can be held;

TO CONSIDER whether, pursuant to section 127(1) of the Act, it is in the public interest for the Commission to make an order:

- (i) that trading in securities of MacDonald Oil Exploration Ltd. ("MacDonald Oil") cease permanently or for such other period as the Commission may determine;
- (ii) that trading in securities of MacDonald Oil by any of the respondents Frank C. Smeenk, Mario A. Miranda, Allan C. Kent and Cubacan Exploration Inc. cease permanently or for such other period as the Commission may determine; and/or
- (iii) such other order as the Commission may deem appropriate;

BY REASON OF the allegations set out in the Statement of Allegations of Staff of the Commission and such additional allegations as counsel may advise and the Commission may permit;

AND TAKE FURTHER NOTICE that any party to the proceeding may be represented by counsel if that party attends or submits evidence at the hearing;

AND TAKE FURTHER NOTICE that upon failure of any party to attend at the time and place aforesaid, the hearing may proceed in the absence of that party and such party is not entitled to any further notice of the proceeding.

February 9th, 2000.

"John Stevenson"

1.2.2 Macdonald Oil Exploration Ltd., Frank C. Smeenk, Mario A. Miranda, Allan C. Kent and Cubacan Exploration Inc. - Statement of Allegations

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

AND

**IN THE MATTER OF
MACDONALD OIL EXPLORATION LTD.,
FRANK C. SMEENK, MARIO A. MIRANDA,
ALLAN C. KENT and CUBACAN EXPLORATION INC.**

**STATEMENT OF ALLEGATIONS OF STAFF
OF THE ONTARIO SECURITIES COMMISSION**

Staff of the Ontario Securities Commission ("Staff") make the following allegations:

1. MacDonald Oil Exploration Ltd. ("MacDonald Oil") is a reporting issuer whose securities are traded in Ontario.
2. MacDonald Oil was required, by subsection 78(1) of the Act, to file with the Commission its annual audited financial statements for the year ending August 31, 1999, on or before January 18, 2000. MacDonald Oil failed to file those statements as required.
3. Each of Frank C. Smeenk, Mario A. Miranda and Allan C. Kent ("the individual respondents") is an officer and/or director of MacDonald Oil.
4. Each of the individual respondents, and Cubacan Exploration Inc., is an insider of MacDonald Oil.
5. By virtue of his or its position as an officer, director and/or insider, each of the respondents has, or has access to, information with respect to the affairs of MacDonald Oil, which information ought to have been generally disclosed but which has not.
6. It is therefore in the public interest that trading in shares of MacDonald Oil cease pending compliance with the obligation to file audited financial statements. Alternatively, it is in the public interest that trading in shares of MacDonald Oil by any of the individual respondents or by Cubacan Exploration Inc. cease pending compliance.

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Chapter 2

Decisions, Orders and Rulings

2.1 Decisions

2.1.1 Advanced Communications Group, Inc., ACG Holding Company ("Newco I"), ACG Exchange Company ("Newco II") and Newco III

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - relief from the registration and prospectus requirements in respect of certain trades made in connection with a merger involving non-reporting Canadian issuer and US company where exemptions not available for technical reasons - first trade in shares of US issuer shall be a distribution unless executed on a stock exchange or market outside of Canada.

Applicable Ontario Statutory Provisions

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

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

AND

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

AND

**IN THE MATTER OF ADVANCED COMMUNICATIONS
GROUP, INC.,
ACG HOLDING COMPANY ("NEWCO I"),
ACG EXCHANGE COMPANY ("NEWCO II")
AND NEWCO III**

MRRS DECISION DOCUMENT

WHEREAS the Canadian securities regulatory authority or regulator (the "Decision Maker") in each of Ontario, Alberta and Nova Scotia (collectively, the "Jurisdictions") has received an application from Advanced Communications Group, Inc. ("ACG"), ACG Holding Company ("Newco I"), ACG Exchange Company ("Newco II") and Newco III (collectively, the "Filer") for a decision pursuant to the securities legislation of the Jurisdictions (the "Legislation") that the trades of securities involved in connection with the indirect acquisition (the "Acquisition") of all of the issued and outstanding shares of YPtel Corporation ("YPtel"), pursuant to the terms of an amended and restated acquisition agreement (the "Acquisition

"Agreement") dated as of October 26, 1999 shall be exempt from the registration and prospectus requirements of the Legislation.

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 Filer has represented to the Decision Makers that:

1. ACG was incorporated under the laws of Delaware and its principal office is in St. Louis, Missouri. ACG's authorized share capital as of October 26, 1999 consists of 180,000,000 common shares ("ACG Common Shares") with a par value of US\$0.0001 per share, and 20,000,000 preferred shares (the "Preferred Shares"). As at October 26, 1999, 20,083,953 ACG Common Shares were issued and outstanding, 163,307 ACG Common Shares were held as treasury shares and no ACG Preferred Shares were issued and outstanding.
2. The ACG Common Shares are fully participating and voting and are currently traded on The New York Stock Exchange ("NYSE"). Following the completion of the Acquisition (the "Closing"), ACG expects to change its name to "Worldpages.com, Inc.", and the shares will continue to trade on the NYSE under the proposed symbol "WPZ", which ACG has reserved. ACG is currently subject to the reporting requirements of the *United States Securities Exchange Act of 1934*, as amended. ACG is not a reporting issuer under the Legislation nor will be following the Closing.
3. Newco I is an unlimited liability Nova Scotia company and a direct subsidiary of ACG. The authorized capital of Newco I consists of 100,000 common shares, which shall be issued to and held by ACG. Newco I is not a reporting issuer under the Legislation nor will it be following Closing.
4. Newco II is an unlimited liability Nova Scotia company and an indirect subsidiary of ACG. Newco II was incorporated solely to effect the acquisition of the YPtel Shares. Newco II's authorized capital shall consist of (i) 15,000,000 common shares, of which 99% of the issued common shares will be issued to and held by Newco I and 1% of the issued common shares will be issued to and held by a United States incorporated subsidiary of ACG ("US Subco"); and (ii) Class A non-voting special shares ("Newco II Class A Special Shares"), issuable to Canadian resident YPtel Shareholders who wish to participate in the Acquisition, or a portion thereof, on a tax-deferred basis, pursuant to subsection 85(1) or (2) of the *Income Tax Act*

(Canada) (the "ITA") (the "Electing Canadian YPtel Shareholders"). The Newco II Class A Special Shares will be exchangeable for ACG Common Shares on a one-for-one basis. Newco II is not a reporting issuer under the Legislation nor will it be following the Closing.

5. Prior to Closing, Newco II shall cause to be incorporated six limited liability subsidiary companies (each of such companies, Newco III to Newco VIII, will serve an identical function for its respective non-resident YPtel Shareholder and will accordingly collectively be referred to hereinafter as "Newco III"). The authorized capital of Newco III shall consist of common shares, which shall be issued to and held by Newco II. Shares of Newco III ("Newco III Shares") shall be issued to certain non-Canadian resident YPtel Shareholders in exchange for their YPtel Common Shares. The Newco III Shares shall be exchangeable with Newco II for ACG Common Shares at Closing. Newco III will not be a reporting issuer under the Legislation, either prior to or following the Closing.
6. YPtel was incorporated under the laws of Canada. Prior to Closing, YPtel will continue into Nova Scotia as a limited liability company. Thereafter, YPtel will amalgamate with a Nova Scotia unlimited liability company to be incorporated (the amalgamated entity will hereinafter be called "YPtel"). YPtel is not a reporting issuer under the Legislation nor will it be following the Closing.
7. Prior to Closing, YPtel shall cause YPTI, Inc. ("YPTI"), a company incorporated under the laws of the State of Washington and a wholly-owned subsidiary of YPtel, to be recapitalized by amending YPTI's articles of incorporation to create a class of non-voting cumulative preferred shares ("YPTI Preferred Shares") with an aggregate redemption amount equal to the fair market value of YPTI less the adjusted cost base of YPtel in YPTI. YPTI shall thereafter declare and pay a dividend to YPtel of the YPTI Preferred Shares.
8. In addition, YPtel will sell to ACG all the Common Shares of YPTI at fair market value, which is estimated to be equal to YPtel's Canadian dollar adjusted cost base of approximately \$21 million. YPTI, is the holder of record of all of the issued and outstanding shares of Pacific Coast Publishing, Ltd. ("PCP"), a company incorporated under the laws of the State of Washington and the operating entity of the YPtel group of companies.
9. The Acquisition will be effected pursuant to an agreement (the "Acquisition Agreement") dated as of October 26, 1999 among, *inter alia*, ACG, YPtel and the YPtel Shareholders. Pursuant to the Acquisition Agreement, at the Closing, certain YPtel Shareholders shall transfer to Newco II their respective YPtel Common Shares. As consideration for the transfer of their respective YPtel Common Shares, such YPtel Shareholders shall receive from Newco II: (i) ACG Common Shares; (ii) Newco II Class A Special Shares; or (iii) a combination thereof. Due to Canadian tax considerations, as more fully described hereinafter, the exchange rights of the Newco II Class A Special Shares

issuable to the Electing Canadian YPtel Shareholders in exchange for their respective YPtel Common Shares will not be exercised at Closing. Accordingly, the ACG Common Shares issuable to the Electing Canadian YPtel Shareholders upon the exercise of such exchange rights will not be issued on Closing.

10. ACG shall, from time to time, issue to Newco I and US Subco that number of ACG Common Shares necessary to enable Newco I and Newco II and US Subco to meet their respective obligations under the Acquisition Agreement and Exchange and Voting Trust Agreement (as defined hereinafter). ACG will be the only holder of Newco I securities. Newco I and US Subco will then transfer, as appropriate, ACG Common Shares to Newco II in exchange for Newco II common shares.
11. Following the Closing, after the non-Canadian resident YPtel Shareholders have exchanged their Newco III Shares with Newco II for ACG Common Shares, Newco II and Newco III will amalgamate and continue as a Nova Scotia unlimited liability company ("Newco II"), wholly owned by Newco I.
12. To compensate for any disadvantage to the Electing Canadian YPtel Shareholders caused by their election to receive Newco II Class A Special Shares and not immediately exercise the exchange rights attached thereto and receive their respective full entitlement of ACG Common Shares, ACG shall issue to Montreal Trust Company of Canada (the "Voting Trustee"), who shall act as trustee, one ACG Class B Voting Preferred Share to allow such Electing Canadian YPtel Shareholders to vote the equivalent aggregate number of votes that they would otherwise be entitled to if they had exercised the exchange rights attached to their Newco II Class A Special Shares and acquired their respective full entitlement of ACG Common Shares on the Closing.
13. Pursuant to an exchange agreement (the "Exchange and Voting Trust Agreement") between ACG, Newco I, Newco II, US Subco and certain YPtel Shareholders, at any time following the Closing each Electing Canadian YPtel Shareholder will be entitled to exchange their Newco II Class A Special Shares on a one-for-one basis for ACG Common Shares (the "Exchangeable Share Consideration"). The Exchange and Voting Trust Agreement provides the holders of Newco II Class A Special Shares (other than Newco II Class A Special Shares beneficially owned by ACG or its subsidiaries) with the right (the "Exchange Put Right") at any time or times to require Newco I or ACG to purchase all, or any part of the Newco II Class A Special Shares that are exchangeable for at least 1,000 ACG Common Shares, as applicable. The Exchange and Voting Trust Agreement also provides holders of Newco II Class A Special Shares with the right (the "Exchange Right"), in certain circumstances, to require Newco I (and upon the default of Newco I, ACG) to purchase from such holders all or any part of the Newco II Class A Special Shares of a holder that are exchangeable for at least 1,000 ACG Common Shares, as applicable. The Exchange and Voting Trust Agreement also provides the holders of Newco II Class A Special Shares with an

automatic exchange right (the "Automatic Exchange Right") to exchange their Newco II Class A Special Shares for ACG Common Shares in certain prescribed circumstances ("Liquidation Event").

14. The Exchange and Voting Trust Agreement provides Newco I with an overriding right (the "Liquidation Call Right"), in the event of and notwithstanding the proposed liquidation, dissolution or winding-up of Newco II, to purchase from all but not less than all of the holders of Newco II Class A Special Shares on the date of liquidation ("Newco II Liquidation Date") of Newco II, all but not less than all of the Newco II Class A Special Shares held by such holders on payment by Newco I to each holder of the Exchangeable Share Consideration. In the event of the exercise of the Liquidation Call Right by Newco I, each holder of Newco II Class A Special Shares shall be obligated to sell all of the Newco II Class A Special Shares held by the holder to Newco I on the Liquidation Date upon transfer and payment by Newco I to the holder of the Liquidation Call Purchase Price. The Exchange and Voting Trust Agreement also provides Newco I with an overriding right (the "Redemption Call Right") in the case of and notwithstanding the proposed redemption or automatic redemption of Newco II Class A Special Shares by Newco II, to purchase from all but not less than all of the holders of Newco II Class A Special Shares on the date the automatic redemption (the "Automatic Redemption Date") or redemption (the "Redemption Date"), as applicable, is to occur, all but not less than all of the Newco II Class A Special Shares held by each such holder on payment by Newco I to each holder of the Exchangeable Share Consideration (the "Redemption Call Purchase Price"). In the event of the exercise of the Redemption Call Right by Newco I, each holder shall be obligated to sell all of the Newco II Class A Special Shares held by such holder to Newco I on the date the automatic redemption or redemption, as applicable, is to occur, upon transfer and payment by Newco I to the holder of the Redemption Call Purchase Price. The Exchange and Voting Trust Agreement further provides Newco I with an overriding right (the "Retraction Call Right"), in the event of a retraction request by a holder of Newco II Class A Special Shares and in lieu of a redemption by Newco II of the Newco II Class A Special Shares subject to redemption, to purchase all but not less than all of such shares directly from the holders thereof and such retraction request shall be deemed to be a revocable offer by the holder to sell the Newco II Class A Special Shares.
15. The Voting Trustee shall be entitled to all of the voting rights with respect to the ACG Class B Redeemable Voting Preferred Share on any matter, question or proposition that may come before the shareholders of ACG. The Voting Trustee shall exercise such voting rights only on the basis of instructions received from the holders of Newco II Class A Special Shares entitled to instruct the Voting Trustee as to the voting thereof.
16. At the Closing, ACG, Newco I, Newco II, US Subco and the Electing Canadian YPtel Shareholders shall also enter into a support agreement (the "Support Agreement"), which shall provide that ACG will not declare or pay any dividends on ACG Common Shares unless Newco II can legally pay an equivalent dividend on the Newco II Class A Special Shares. ACG has agreed to cause Newco II to declare and pay an equivalent dividend on Newco II Class A Special Shares simultaneously with any dividend declared and paid on ACG Common Shares. Upon the liquidation or dissolution of Newco II, holders of Newco II Class A Special Shares shall have the right to be paid one ACG Common Share, plus declared but unpaid dividends, for each Newco II Class A Special Share held by them. Subject to the exercise by Newco I of its various Call Rights described above, the Support Agreement requires ACG and Newco I to take all actions necessary to enable Newco II to pay this liquidation amount and also to perform its obligations upon exercise of any right to exchange Newco II Class A Special Shares for ACG Common Shares.
17. In order to assist ACG in complying with its obligations under the Support Agreement and the Exchange and Voting Trust Agreement, Newco II must give ACG and Newco I notice: (i) immediately upon any decision by Newco II's board of directors to take any action requiring a vote of the holders of Newco II Class A Special Shares; and (ii) immediately upon becoming aware of any threatened or instituted proceedings with respect to the involuntary liquidation, dissolution or winding-up of Newco II. The Support Agreement will terminate when the Exchange and Voting Trust Agreement terminates.
18. The Exchange and Voting Trust Agreement shall continue until the earlier of: (i) there being no Newco II Class A Special Shares owned by a person or entity other than ACG or any of its subsidiaries; (ii) until Newco II and ACG elect to terminate the Voting Trust and such termination is approved by the holders of Newco II Class A Special Shares; or (iii) five (5) years and 60 days after the Closing Date.
19. A holder of Newco II Class A Special Shares (other than Newco II Class A Special Shares beneficially owned by ACG or its subsidiaries) shall be entitled at any time, subject to the exercise by Newco I of the Retraction Call Right, to require Newco II to redeem all or any part of the Class A Special Shares of the holder that are exchangeable for at least 1,000 ACG Common Shares for an amount equal to Exchangeable Share Consideration (the "Retraction Price").
20. Subject to applicable law, and if Newco I does not exercise the Redemption Call Right, Newco II shall on the Automatic Redemption Date or the Redemption Date, as applicable, redeem all of the then outstanding Newco II Class A Special Shares (other than Newco II Class A Special Shares beneficially owned by ACG or its subsidiaries) for the Exchangeable Share Consideration. If Newco I does not exercise the Redemption Call Right, on or after the Automatic Redemption Date or the Redemption Date, as applicable, Newco II shall cause to be delivered to the holders of Newco II Class A Special Shares to be

- redeemed such Exchangeable Share Consideration for each such Newco II Class A Special Share.
21. No YPtel Shareholder who receives Newco II Class A Special Shares may transfer those shares or rights except in limited circumstances, including a distribution from a trust to its beneficiaries which is subject to limitations described in the Exchange and Voting Trust Agreement. Class A Special Shares may be exchanged, redeemed, retracted or purchased for ACG Common Shares, and may be pledged to a financial institution as collateral security for loans arranged by the holders of Class A Special Shares or for margining purposes, without violating this restriction.
22. The steps comprising the Acquisition and the attributes of the Newco II Class A Special Shares contained in the Exchange and Voting Trust Agreement, the Support Agreement and the Newco II Class A Special Share conditions involve or may involve a number of trades related to the YPtel Common Shares, ACG Common Shares, Newco II Class A Special Shares and the ACG Class B Voting Preferred Share pursuant to the Acquisition or upon the issuance of ACG Common Shares in exchange for Newco II Class A Special Shares as follows:
- (a) The issue from time to time by ACG of ACG Common Shares to Newco I and US Subco;
 - (b) The issue of Newco I common shares to ACG;
 - (c) The transfer of ACG Common Shares from Newco I and US Subco to Newco II;
 - (d) The issue of Newco II common shares to Newco I and US Subco;
 - (e) The transfer of YPtel Common Shares to Newco III;
 - (f) The issue of Newco III shares to certain YPtel Shareholders;
 - (g) The trade of YPtel Common Shares to Newco II pursuant to the Acquisition;
 - (h) The transfer by Newco II of ACG Common Shares to YPtel Shareholders not resident in Canada;
 - (i) The transfer by Newco II of ACG Common Shares to Canadian YPtel Shareholders, if any;
 - (j) The issue by Newco II of Newco II Class A Special Shares to Electing Canadian YPtel Shareholders;
 - (k) The grant by ACG and Newco I to holders of Newco II Class A Special Shares, pursuant to the Exchange and Voting Trust Agreement, of the right to receive ACG Common Shares upon the exercise by holders of the Exchange Right, the Exchange Put Right or the Automatic Exchange Right;
 - (l) The issuance by ACG or the transfer by Newco I of ACG Common Shares to holders of Newco II Class A Special Shares pursuant to the exercise of the rights referred to in paragraph (k);
 - (m) The transfer of Newco II Class A Special Shares by the holders thereof to ACG or Newco I pursuant to the exercise of the rights referred to in paragraph (k);
 - (n) The transfer of Newco II Class A Special Shares by the holders thereof to Newco II upon the retraction of Newco II Class A Special Shares by the holders thereof or upon the redemption of the Newco II Class A Special Shares by Newco II on the Automatic Redemption Date, the Redemption Date or the Liquidation Date;
 - (o) the creation in favour of Newco I of the Liquidation Call Right, the Redemption Call Right and the Retraction Call Right (collectively, the "Call Rights") providing rights to purchase Newco II Class A Special Shares from the holders thereof;
 - (p) The issue by ACG of ACG Common Shares from time to time to Newco I and Newco II to enable each company to fulfil its obligations upon the exercise of the Call Rights and upon the retraction or redemption of the Newco II Class A Special Shares, respectively;
 - (q) The transfer of Newco II Class A Special Shares by the holders thereof to Newco II pursuant to the exercise of the Call Rights;
 - (r) The transfer of ACG Common Shares to holders of Newco II Class A Special Shares pursuant to the exercise by Newco I of the Call Rights;
 - (s) The transfer of Newco II Class A Special Shares by the holders thereof to Newco I, pursuant to the exercise of the Call Rights;
 - (t) The issue by ACG of one ACG Class B Redeemable Voting Preferred Share to the Voting Trustee;
 - (u) The transfer of Newco III shares to Newco II in exchange for ACG Common Shares;
 - (v) The transfer by Newco II of ACG Common Shares in exchange for Newco III shares;
 - (w) The first trade of ACG Common Shares by holders resident in Ontario, Alberta, and Nova Scotia;
 - (x) The issue by YPTI to YPtel of YPTI Preferred Shares to YPtel as payment of a dividend;
 - (y) The transfer of YPTI Common Shares from YPtel to ACG;

- (z) The replacement of an aggregate of 75,000 warrants to purchase YPtel Common Shares, granted to certain YPtel directors and officers, with 75,000 warrants to purchase ACG Common Shares, pursuant to the Acquisition;
- (aa) The issuance of an aggregate of 75,000 ACG Common Shares upon the exercise of the warrants described in paragraph (z);
- (bb) The replacement of options to purchase an aggregate of 186,281 YPtel Common Shares, granted to YPtel employees, with options to purchase an aggregate of 186,281 ACG Common Shares, pursuant to the Acquisition;
- (cc) The issuance of an aggregate of 186,281 ACG Common Shares upon the exercise of the options described in paragraph (bb);
- (dd) The issuance of an aggregate of 90,000 warrants to purchase ACG Common Shares, to three non-employee, non-Canadian resident directors of ACG as compensation for negotiating and settling the terms of agreements relating to ACG's acquisition of YPtel, Web YP and Big Stuff; and
- (ee) The issuance of an aggregate of 90,000 ACG Common Shares pursuant to the exercise of the warrants described in paragraph (dd).

(collectively, the "Trades")

- 23. Holders of YPtel Common Shares will make one investment decision in consideration of the Acquisition. As a result of this decision, a holder (other than a dissenting holder) will ultimately receive Newco II Class A Special Shares or ACG Common Shares in exchange for the YPtel Common Shares held by such holder. The Newco II Class A Special Shares will provide certain Canadian tax benefits to certain Canadian holders but will otherwise be, as nearly as practicable, the economic and voting equivalent of the ACG Common Shares, and as such all subsequent exchanges of Newco II Class A Special Shares are in furtherance of the holder's initial investment decision. That investment decision will be made, in part, on the basis of information that has been or will be provided to YPtel Shareholders resident in Ontario, Alberta or Nova Scotia, including the information circular relating to ACG's special meeting, which contains prospectus-level disclosure of the business affairs of each of ACG and YPtel and of the particulars of the Acquisition.
- 24. If not for income tax considerations, Canadian holders of YPtel Common Shares could have received ACG Common Shares without the option of receiving Newco II Class A Special Shares. The option in favour of certain holders of YPtel Common Shares to ultimately receive

Newco II Class A Special Shares pursuant to the Acquisition will enable certain holders of YPtel Common Shares to defer certain Canadian income tax and permit other holders to hold property that is not foreign property under the *Income Tax Act* (Canada).

- 25. As a result of the economic and voting equivalency between the Newco II Class A Special Shares and the ACG Common Shares, holders of Newco II Class A Special Shares will have a participating interest determined by reference to ACG, rather than Newco II.
- 26. ACG will send to the Voting Trustee, who will in turn forward to all the holders of Newco II Class A Special Shares, all disclosure material furnished to holders of ACG Common Shares including, without limitation, copies of its annual financial statements and all proxy solicitation materials.

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

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

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

- 1. that the requirements contained in the Legislation to be registered to trade in a security, to file a preliminary prospectus and a prospectus and receive receipts therefor shall not apply to any of the Trades, provided that:
 - (i) the first trade in Newco II Class A Special Shares acquired pursuant to the Acquisition shall be a distribution under the Legislation of the Jurisdiction in which the trade takes place, unless otherwise exempt thereunder; and
 - (ii) the first trade in ACG Common Shares acquired pursuant to the Acquisition shall be a distribution under the Legislation unless such trade is executed through the facilities of a stock exchange or market outside of Canada and such first trade is made in accordance with the rules of the stock exchange or market upon which the trade is made in accordance with all laws applicable to such stock exchange or market.

February 14th, 2000.

"J. A. Geller"

"R. Stephen Paddon"

2.1.2 BRM Capital Corporation - MRRS Decision

Headnote

Mutual Reliance Review System - Relief from registration and prospectus requirements to permit trades by non-reporting issuer or registered representatives of issuer's mutual fund dealer subsidiaries who operate as independent contractors - Relief from issuer bid requirements to permit mandatory repurchase of shares from registered representatives in certain circumstances - Decision Document does not in any way suggest that the issuer will be able to continue to use the independent contractor structure after such time as any member of the CSA may require it to regularize its distribution structures - Resale of the shares subject to conditions similar to those in OSC Rule 72-501.

Applicable Ontario Statutory Provisions

Securities Act, R.S.O. 1990, c. S.5, as am., ss. 25, 53, 74(1), 93(3)(e) and 104(2)(c).

Applicable Ontario Rules

Rule 45-503 - Trades to Employees, Executives and Consultants (1998), 21 OSCB 6569.

Rule 72-501 - Prospectus Exemption for First Trade Over a Market Outside Ontario (1998), 21 OSCB 2318.

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

AND

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

AND

**IN THE MATTER OF
BRM CAPITAL CORPORATION ("BRM")**

MRRS DECISION DOCUMENT

1. WHEREAS the Canadian securities regulatory authority or regulator (the "Decision Maker") in each province and territory of Canada (the "Jurisdictions") has received an application from BRM Capital Corporation ("BRM") for a decision pursuant to the securities legislation of the Jurisdictions (the "Legislation") that:

1.1 the requirement in the Legislation to be registered in the appropriate category under the Legislation to trade in a security and to file a preliminary prospectus and a prospectus and receipts obtained for them (the "Registration and Prospectus Requirements") do not apply to

certain trades by BRM in options (the "BRM Options") in shares of BRM (the "BRM Shares") and BRM Shares; and

1.2 the issuer bid requirements of the Legislation, including the general provisions relating to delivery of a bid, minimum deposit periods, taking up withdrawal and payment for deposited securities, the bid financing provisions, issuer bid circular provisions, and delivery provisions of the Legislation (the "Issuer Bid Requirements") shall not apply to certain repurchases of BRM Shares for cancellation;

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

3. AND WHEREAS BRM has represented to the Decision Makers that:

3.1 BRM is a corporation incorporated under the laws of Alberta and the BRM Shares are listed on the Canadian Venture Exchange Inc. BRM is a reporting issuer in the Province of Alberta and is not in default of any of the provisions of the *Securities Act* (Alberta) (the "Act") or the rules made under the Act;

3.2 BRM currently owns, among others, the following wholly owned subsidiaries:

3.2.1 Great Pacific Management Co. Ltd. ("Pacific Management"), a corporation incorporated under the laws of the Province of British Columbia and registered under the legislation of British Columbia, Alberta, Saskatchewan, Ontario and the Yukon Territory as a dealer in the category of mutual fund dealer. Pacific Management is also a member of the Vancouver Stock Exchange, the Montreal Exchange and the Investment Dealers Association of Canada;

3.2.2 Great Pacific Asset Management Co. Ltd. ("Pacific Asset"), a corporation incorporated under the laws of British Columbia and registered under the legislation of British Columbia and Ontario as a dealer in the category of mutual fund dealer and limited market dealer;

3.2.3 The Investment Centre Financial Corporation ("ICFC"), a corporation incorporated under the laws of Ontario and registered under the legislation of Ontario and British Columbia as a dealer in the category of mutual fund dealer; and

3.2.4 Balanced Planning Investments Corporation (Balanced"), a corporation incorporated under the laws of Ontario

and registered under the legislation of the Jurisdictions (except Yukon) as a dealer in the category of mutual fund dealer;

BRM also intends to acquire, from time to time, other registrants under the Legislation (the "Future Registrants").

- 3.3 each of Pacific Management, Pacific Asset, ICFC and Balanced has, and the Future Registrants are expected to have, a number of sales persons who are registered under the Legislation to trade in securities (the "Registered Representatives") and who operate or will operate as "independent contractors" in branch offices of, and provide securities-related services only on behalf of their respective registrant;
- 3.4 the Registered Representatives are "independent contractors" for federal income tax and employment law purposes and are not permitted to provide securities-related services on behalf of any other entity other than their respective registrant;
- 3.5 it is intended that from time to time BRM will grant options to purchase and/or will issue BRM Shares from treasury. These options will be granted to certain Registered Representatives who have entered into a sales representative agreement (the "Sales Representative Agreement") in the form that may be determined by the board of directors of BRM;
- 3.6 although generally it is expected that Registered Representatives will be able to sell the BRM Shares acquired pursuant to the exercise of the options in the open market, the Sales Representatives Agreement will under certain circumstances, such as the termination of a Registered Representative, provide that BRM would be able to require the Registered Representative to sell the BRM Shares directly to BRM. In this case BRM would wish to purchase the BRM Shares without complying with the issuer bid provisions of the Legislation, in the way that it could from employees or former employees;
- 3.7 although independent contractors for federal income tax and employment law purposes, the Registered Representatives are analogous to "employees" of their respective registrant in that their registration under the Legislation is sponsored by and their activities as Registered Representatives are subject to the regulatory supervision of their respective registrant;
- 3.8 each of Pacific Management, Pacific Asset, ICFC, Balanced and the Future Registrants are or will be prior to the issuance of BRM Shares or BRM Option, "affiliates" of BRM;
- 3.9 the Registered Representatives to whom BRM Shares or BRM Options would be issued or granted, directly or through their respective holding companies (as defined below) will not be induced to do so by expectation of being appointed a Registered Representative or continuing to be a Registered Representative with their respective registrant or any of their affiliates;
- 3.10 prior to the issuance or granting of BRM Shares or BRM Options to a Registered Representative (or a holding company controlled by the Registered Representative (the "Holding Company")), such Registered Representative shall be provided with a copy of the subscription agreement, the attachments which will include a copy of this decision and a document stating that, as a result of this decision, certain protections, rights and remedies provided by the Legislation, including statutory rights of actions for rescission or damages, will not be available to the subscriber and that the subsequent dispositions of BRM Shares will be subject to resale restrictions;
- 3.11 in order to purchase or acquire BRM Shares or BRM Options, the Registered Representative will be required to enter into the subscription agreement;
- 3.12 no BRM Options will be granted to a Registered Representative in connection with services provided by their respective registrant relating to a distribution of securities by BRM;
- 3.13 any purchase of BRM Shares for cancellation from any BRM shareholders will constitute an issuer bid that will be subject to the issuer bid requirements of the Legislation if the selling BRM shareholder is not then a current or former employee of BRM or an affiliate of BRM, unless the decision sought is granted;
- 3.14 BRM acknowledges that the Registered Representatives and their respective registered dealers will not be able to continue to use the independent contractor structure from the earlier of:
- 3.14.1 becoming a member of the Mutual Fund Dealers Association;
- 3.14.2 such time as any member of the Canadian Securities Administrators may require it to regularize its distribution structure; or
- 3.14.3 June 30, 2000
4. AND WHEREAS pursuant to the System this Decision Document evidences the decision of each Decision Maker (the "Decision");
5. AND WHEREAS each of the Decision Makers is satisfied that the test contained in the Legislation that provides the Decision Maker with the jurisdiction to make the Decision has been met;
6. THE DECISION of the Decision Makers pursuant to the Legislation is that the Prospectus and Registration Requirements of the Legislation do not apply to the granting of BRM Options or to the issue by BRM of BRM Shares to the Registered Representatives (or their respective Holding Companies) of Pacific Management, Pacific Asset, ICFC, Balanced or a Future Registrant, provided that:
- 6.1 other than in British Columbia, such trades are made in the circumstances described in paragraph 3.10 above; and

- 6.2 the Registered Representatives or their respective Holding Companies who acquire BRM Shares pursuant to this decision become parties to a Sales Representative Agreement;
7. AND IT IS FURTHER DECIDED THAT the first trade in BRM Shares acquired pursuant to this Decision shall be a distribution or a primary distribution to the public unless:
- 7.1 BRM is a reporting issuer and, other than in British Columbia, at the time of the trade, BRM has been a reporting issuer in the Jurisdiction in which the Registered Representative resides, for at least 12 months; or
- 7.1.1 the BRM Shares are sold on the facilities of an exchange located outside the Jurisdiction in which the Registered Representative resides; and
- 7.1.2 at the time of the acquisition of the BRM Shares or the BRM Options, as the case may be, BRM has a de minimis market in the Jurisdiction in which the Registered Representative resides;
- 7.2 if the person or company making the trade is in a special relationship with BRM (in jurisdictions where applicable) the person or company has reasonable grounds to believe that BRM is not in default under the applicable Legislation;
- 7.3 if applicable, disclosure to the Decision Maker has been made of the trade;
- 7.4 no unusual effort has been made to prepare the market or to create a demand for the security and no extraordinary commission or consideration is paid for the trade; and
- 7.5 the trade is not a trade made from the holdings of any person, company or combination of persons or companies holding a sufficient number of securities of BRM or of securities convertible into securities of BRM to affect materially the control of BRM, but any holding of any person, company or combination of persons or companies holding more than 20% of the outstanding voting securities of BRM shall, in the absence of evidence to the contrary, be deemed to affect materially the control of BRM; and
- 7.6 for the purpose of paragraph 7.1.2 above, BRM would have a de minimis market in a Jurisdiction if:
- 7.6.1 persons or companies whose last address as shown on the books of BMR was in that Jurisdiction and who held BRM Shares:
- 7.6.1.1 did not hold more than 10 per cent of the outstanding BRM Shares; and
- 7.6.1.2 did not represent in number more than 10 per cent of the total holders of BRM Shares;
- 7.6.2 persons or companies who were in that Jurisdiction who beneficially own BRM Shares:
- 7.6.2.1 did not beneficially own more than 10 per cent of the outstanding BRM Shares; and
- 7.6.2.2 did not represent in number more than 10 per cent of the total holders of BRM Shares;
8. AND IT IS FURTHER DECIDED THAT pursuant to the Legislation, BRM is exempt from the Issuer Bid Requirements of the Legislation in any acquisition from a current or former Registered Representative, provided that if there is a published market in respect of the BRM Shares:
- 8.1 the value of the consideration paid for any of the BRM Shares does not exceed the market price (as defined in the applicable Legislation) of the BRM Shares at the date of acquisition; and
- 8.2 the aggregate number of BRM Shares acquired by BRM within a period of twelve months in reliance on this exemption does not exceed 5% of the BRM Shares issued and outstanding at the beginning of the period.

DATED at Calgary, Alberta this 23rd day of December, 1999.

"Eric T. Spink", Vice-Chair "Wendy E. Best", Q.C., Member

2.1.3 Canada Trust Canadian Equity Index Fund - MRRS Decision

Headnote

Applicant is the manager to a mutual fund which attempts to track performance of an index; applicant is indirect wholly-owned subsidiary of a company whose shares are included in the Index; exemption granted from clause 111(2)(a) and subsection 111(3) of the Act in respect of proposed investment by the fund in securities of substantial securityholder of applicant.

Statutes Cited

Securities Act, R.S.O. 1990, c.S.5, as am., ss. 111(2)(a), 111(3), 113

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

AND

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

AND

**IN THE MATTER OF
CANADA TRUST CANADIAN EQUITY INDEX FUND**

MRRS DECISION DOCUMENT

WHEREAS the Canadian securities regulatory authority or regulator (the "Decision Maker") in each of the provinces of British Columbia, Alberta, Saskatchewan, Ontario, Nova Scotia and Newfoundland (the "Jurisdictions") has received an application (the "Application") from CT Investment Management Group Inc. ("CTIMG") for a decision pursuant to the securities legislation of the Jurisdictions (the "Legislation") that the following restrictions (the "Restrictions") contained in the Legislation (the "Applicable Legislation") shall not apply in respect of certain investments made or to be made by the Canada Trust Canadian Equity Index Fund (the "Fund"):

1. the restrictions contained in the Legislation prohibiting a mutual fund from knowingly making an investment in any person or company who is a substantial security holder of the mutual fund, its management company or distribution company; and
2. the restrictions contained in the Legislation prohibiting a mutual fund from knowingly holding an investment in any person or company who is a substantial security holder of the mutual fund, its management company or distribution company.

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

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

1. The Canada Trust Company is the trustee of the Fund.
2. CTIMG is the manager, investment manager and principal distributor of the Fund. The head office of CTIMG is in Ontario.
3. The Fund is an open-ended mutual fund trust established under the laws of Ontario by a declaration of trust. While the Fund was started on May 12, 1997, an application for this exemption was not made earlier due to inadvertence.
4. The investment objective of the Fund is to participate in the long-term growth of the Canadian stock market through a broadly diversified portfolio consisting primarily of Canadian common stocks. The Fund seeks to obtain total returns (income plus gains/losses, before management fees and expenses) that are similar but not identical to the performance of a representative index of the Canadian stock market, currently The Toronto Stock Exchange 300 Index (Total Return) (the "TSE 300 Index"). The Fund invests its assets in securities within or to be added to the TSE 300 Index or in index participation units or other publicly traded securities that represent part or all of the composition of the TSE 300 Index.
5. Among the shares comprising the TSE 300 Index are those of Imasco Limited ("Imasco"). Imasco beneficially owns approximately 98% of the voting shares of CT Financial Services Inc. ("CT Financial"), which owns 65% of the voting shares of Canada Trustco Mortgage Company. Canada Trustco Mortgage Company owns 100% of the voting securities of The Canada Trust Company, which owns 100% of the voting securities of CTIMG. Imasco is a substantial security holder of CTIMG.
6. Also among the shares comprising the TSE 300 Index are those of The Toronto-Dominion Bank ("TD Bank"). As a result of a proposed transaction between CT Financial and TD Bank (the "TD Transaction"), TD Bank will, subject to regulatory and Imasco shareholder approvals, in due course own 100% of the shares of CT Financial, and will be a substantial security holder of CTIMG. The TD Transaction is scheduled to close on or about February 2, 2000.
7. The proportion of the Fund's assets to be invested in Imasco or TD Bank shares is not a matter to be determined at the discretion of CTIMG. Rather, it is determined according to the Fund's investment objective of obtaining a return that approximates the performance of the TSE 300 Index and rebalancing its portfolio to reflect the changing composition of the TSE 300 Index.
8. The investments in shares of Imasco, prior to the TD Transaction, and TD Bank, after the TD Transaction, (collectively, the "Substantial Security Holder") by the Fund represent the business judgment of responsible

persons uninfluenced by considerations other than the best interests of the Fund.

9. The simplified prospectus and annual information form of the Fund will include disclosure describing its investments in the Substantial Security Holder.
10. Absent the relief sought in this application, the Fund would be in contravention of the Restrictions, in that the Fund would be knowingly making and holding an investment in the Substantial Security Holder, being a substantial security holder of the manager of the Fund.

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 jurisdiction to make the Decision has been met;

THE DECISION of the Decision Makers pursuant to the Legislation is that the Applicable Legislation does not apply to the investment by the Fund in shares of the Substantial Security Holder provided that the proportion of the Fund's assets to be invested in shares of the Substantial Security Holder is determined according to the Fund's investment objective of obtaining a return that approximates the performance of the TSE 300 Index and not otherwise pursuant to the discretion of CTIMG.

January 27th, 2000.

"J. A. Geller"

"Robert W. Korhals"

2.1.4 Celanese Canada Inc. - MRRS Decision

Headnote

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

Applicable Ontario Statute

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

**IN THE MATTER OF
THE SECURITIES LEGISLATION
OF BRITISH COLUMBIA, ONTARIO AND QUÉBEC,**

AND

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

AND

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

MRRS DECISION DOCUMENT

WHEREAS the Canadian securities regulatory authority or regulator (the "Decision Maker") in each of British Columbia, Ontario and Québec (the "Jurisdictions") has received an application from HNA Acquisition Inc. ("HNA"), an indirect wholly-owned subsidiary of Hoechst Aktiengesellschaft ("Hoechst") on behalf of Celanese Canada Inc. (the "Filer") for a decision pursuant to the securities legislation of the Jurisdictions (the "Legislation") that the Filer's status as a reporting issuer be revoked under the Legislation of each of the Jurisdictions;

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

AND WHEREAS HNA has represented to the Decision Makers that:

1. The Filer was incorporated under the laws of Canada by letters patent in 1926 as Canadian Celanese Limited, and changed its name in 1971 to Celanese Canada Limited. The Filer was continued under the *Canada Business Corporations Act* (the "CBCA") as Celanese Canada Inc. in 1978. The Filer is currently a reporting issuer in each of the Jurisdictions.
2. The Filer's registered office is located in Montréal, Québec. The Filer is an industrial products company that manufactures fibres and chemicals for both the domestic and export markets.
3. The Filer has no issued and outstanding securities other than the Common Shares.

4. On July 19, 1999, HNA mailed to the shareholders of the Filer an offer to purchase all of the Common Shares not already held by HNA or its affiliates (the "Offer") for \$27.25 per Common Share. At that time, there were issued and outstanding 40,736,100 Common Shares and options to acquire 319,218 Common Shares (the "Options"). HNA, together with its affiliates, held 22,883,037 Common Shares, representing approximately 55.7% of the then issued and outstanding Common Shares on a fully diluted basis. The Offer expired on August 13, 1999.
5. On August 23, 1999, HNA took-up and paid for the 17,231,527 Common Shares which had been deposited pursuant to the Offer. Pursuant to the support agreement entered into by HNA and the Filer prior to the Offer, the Options were cancelled on August 23, 1999. As well, on August 23, 1999, HNA mailed a notice of compulsory acquisition to the outstanding shareholders of the Filer as required by subsection 206(3) of the CBCA.
6. On September 3, 1999, HNA delivers to the Filer the amount required to be paid under the CBCA for the remaining 621,536 Common Shares not held by it or its affiliates, and received a certificate representing such Common Shares.
7. The Common Shares were listed on the Toronto Stock Exchange and the Montréal Exchange until September 7, 1999, when they were delisted at the request of the Filer and HNA.
8. The Filer is not in default of any of the requirements under the Legislation.
9. The Filer does not intend to make an offering of its securities to the public.
10. Currently Celanese Aktiengesellschaft (formerly Hoechst) is the Filer's only security holder.
11. It would not be prejudicial to the public interest to grant the relief sought.

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 under the Legislation is that the Filer is deemed to have ceased to be a reporting issuer or the equivalent under the Legislation in each of the Jurisdictions.

Dated at Montréal (Québec), on December 23, 1999.

"*Johanne Duchesne*"
Directrice des marchés des capitaux

**DANS L'AFFAIRE
DE LA LÉGISLATION SUR LES VALEURS MOBILIÈRES
DE LA COLOMBIE-BRITANNIQUE, DE L'ONTARIO ET DU
QUÉBEC**

**ET
DANS L'AFFAIRE
DU RÉGIME D'EXAMEN CONCERTÉ DES DEMANDES
DE DISPENSE**

**ET
DANS L'AFFAIRE DE
CELANESE CANADA INC.**

DOCUMENT DE DÉCISION DU REC

CONSIDÉRANT que l'autorité canadienne en valeurs mobilières ou l'agent responsable canadien (le «décideur») respectif de la Colombie-Britannique, de l'Ontario et du Québec (les «territoires») a reçu une demande de HNA Acquisition Inc. («HNA»), filiale en propriété exclusive indirecte de Hoechst Aktiengesellschaft («Hoechst»), pour le compte de Celanese Canada Inc. (le «déposant») visant à révoquer le statut d'émetteur assujéti du déposant conformément à la législation sur les valeurs mobilières des territoires (la «législation»);

QUE selon le Régime d'examen concerté des demandes de dispense (le «régime»), la Commission des valeurs mobilières du Québec est l'autorité principale pour la présente demande;

QUE HNA a fait les déclarations suivantes aux décideurs :

1. Le déposant a été constitué en vertu des lois du Canada en 1926 par voie de lettres patentes sous la dénomination de Canadian Celanese Limited, et a changé sa dénomination pour Celanese Canada Limited en 1971. En 1978, le déposant a été prorogée en vertu de la Loi canadienne sur les sociétés par actions (la «LCSA») sous la dénomination de Celanese Canada Inc. Le déposant est actuellement un émetteur assujéti dans chacun des territoires.
2. Le siège social du déposant est situé à Montréal (Québec). Le déposant est une société de produits industriels qui fabrique des fibres et des produits chimiques destinés tant au marché intérieur qu'à l'exportation.
3. Outre ses actions ordinaires, le déposant n'a aucun titre émis et en circulation.
4. Le 19 juillet 1999, HNA a posté aux actionnaires du déposant une offre visant l'achat de la totalité des actions ordinaires dont HNA ou les membres de son groupe n'étaient pas déjà propriétaires (l'«offre») pour une contrepartie de 27,25 \$ l'action ordinaire. À ce moment-là, 40 736 100 actions ordinaires étaient émises et en circulation et des options visant l'achat de 319 218 actions ordinaires étaient en cours de validité (les «options»). HNA détenait, avec les membres de son groupe, 22 883 037 actions ordinaires, soit environ 55,7% des actions ordinaires alors émises et en

circulation après dilution. L'offre a expiré le 13 août 1999.

5. Le 23 août 1999, HNA a pris livraison et a effectué le paiement des 17 231 527 actions ordinaires qui avaient été déposées en réponse à l'offre. Conformément à la convention d'appui conclue par HNA et par le déposant avant l'offre, les options ont été annulées le 23 août 1999. De même, le 23 août 1999, HNA a fait parvenir par la poste au reste des actionnaires du déposant un avis d'acquisition forcée, tel que le prévoit le paragraphe 206 (3) de la LCSA.
6. Le 3 septembre 1999, HNA a remis au déposant le montant devant être versé aux termes de la LCSA à l'égard des 621 536 actions ordinaires restantes qu'elle ou les membres de son groupe ne détenaient pas déjà, et a reçu un certificat représentant ces actions ordinaires.
7. Les actions ordinaires étaient inscrites à la cote de la Bourse de Toronto et de la Bourse de Montréal jusqu'au 7 septembre 1999, date à laquelle elles ont été radiées de la cote à la demande du déposant et de HNA.
8. Le déposant n'est pas en défaut de ses obligations en vertu de la législation.
9. Le déposant n'a pas l'intention d'émettre de titres dans le public.
10. l'heure actuelle, Celanese Aktiengesellschaft (anciennement Hoechst) est l'unique porteur de titres du déposant.
11. Le fait d'accueillir la demande n'aurait pas pour effet de nuire à l'intérêt public.

QUE selon le régime, le présent document de décision du REC atteste la décision de chaque décideur (collectivement, la «décision»);

QUE chacun des décideurs est d'avis que le test prévu dans la législation qui accorde le pouvoir discrétionnaire au décideur a été respecté;

La décision des décideurs en vertu de la législation est que le déposant est réputé ne plus être un émetteur assujéti ou l'équivalent aux termes de la législation dans chacun des territoires.

Fait à Montréal (Québec), le 23 décembre 1999.

"Johanne Duchesne"
Directrice des marchés des capitaux

2.1.5 Jannock Limited, Jannock Properties Limited and 1386517 Ontario Limited - MRRS Decision

NOTICE

Please note that a previous version of this decision was published in error in the February 4, 2000 edition. The previous version erroneously included Quebec as one of the jurisdictions. The following decision is the correct version and it does not include Quebec as one of the jurisdictions.

Headnote

Subsection 74(1) - Application pursuant to Mutual Reliance Review System for Exemptive Relief Applications - Relief granted from registration and prospectus requirement in connection with first trades of a spun off issuer subject to certain conditions.

Section 83.1 - Issuer spun off from a reporting issuer in connection with a plan of arrangement deemed to be a reporting issuer where parent company has been a reporting issuer for more than 12 months and the assets that will make up the business of the spun off issuer have been subject to segmented reporting in the continuous disclosure filings of the parent company. Prospectus level disclosure of the spun off entity to be provided in the information circular.

Applicable Ontario Statutory Provisions

Securities Act, R.S.O. 1990, c.S.5, as am., ss. 25, 53, 72(5), 74(1), & 83.1.

Business Corporations Act, R.S.O. 1990, c. B.16, as am.

Rules Cited

Rule 45-501 Exempt Distributions

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

AND

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

AND

IN THE MATTER OF
JANNOCK LIMITED,
JANNOCK PROPERTIES LIMITED
AND 1386517 ONTARIO LIMITED

DECISION DOCUMENT

WHEREAS the local securities regulatory authority or regulator (the "Decision Maker") in each of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Nova Scotia, New Brunswick, Prince Edward Island, Newfoundland, the Northwest Territories, the Yukon Territory and Nunavut (the "Jurisdictions") has received an application from Jannock Limited ("Jannock"), Jannock Properties Limited ("Splitco") and 1386517 Ontario Limited ("Subco") (collectively, the "Filer") for a decision under the securities legislation of the Jurisdictions (the "Legislation") that:

1. The registration and prospectus requirements of the Legislation shall not apply to certain trades made in connection with or subsequent to a proposed plan of arrangement (the "Arrangement") under the *Business Corporations Act* (Ontario) (the "OBCA") involving Jannock, Splitco and Subco; and
2. In those Jurisdictions in which the Legislation contains the concept of a reporting issuer, Splitco shall be deemed to be a reporting issuer as of the effective time of the Arrangement;

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 Filer has represented to the Decision Makers that:

1. Jannock is a corporation governed by the OBCA, and its head office is in Toronto, Ontario. It is a reporting issuer or the equivalent in each province of Canada and is not in default of any requirements of the Legislation. Its common shares (the "Common Shares") and Second Preference Shares are listed on The Toronto Stock Exchange, and its Common Shares are also quoted on the NASDAQ National Market System.
2. Jannock has an unlimited number of authorized Common Shares, of which 34,554,708 were issued and outstanding as of December 17, 1999. Jannock also has outstanding Second Preference Shares and Fourth Preference Shares. The Second Preference Shares are redeemable by Jannock, and the Fourth Preference Shares are convertible into Common Shares.
3. Jannock is engaged in the manufacture and distribution of metal building products for the construction industry. Jannock sold its brick manufacturing and distribution business in May, 1999, and its vinyl manufacturing and distribution business in September, 1999.
4. American Buildings Company ("ABC") is a corporation governed by the laws of the State of Delaware, and its head office is in Alabama. It is not a reporting issuer in any Jurisdiction and its securities are not publicly traded.
5. Subco is a subsidiary of ABC. It is a corporation governed by the OBCA, and its head office is in Toronto. Subco does not carry on a business, and its only asset is an approximate 4.6% holding of the Common Shares of Jannock.

6. In May, 1999, Jannock announced that it had received a requisition from shareholders holding more than 50 per cent of the issued Common Shares, requesting that the directors of Jannock call a meeting of shareholders. The purpose of the meeting would be to consider a special resolution to reduce the stated capital of Jannock to \$5 million and to distribute the amount of such reduction to the common shareholders on a pro rata basis.
7. In early June, 1999, the board of directors of Jannock engaged Merrill Lynch & Co. ("Merrill Lynch") as advisors to assist the management of Jannock in pursuing measures to maximize shareholder value. A number of alternatives were considered, culminating in the decision announced on June 14, 1999, that it would be in the best interests of the shareholders to offer the company for sale, and to conduct an auction process for this purpose. Merrill Lynch was retained to assist Jannock's management and board in the search for purchasers and to aid in the analysis of proposals received.
8. On June 22, 1999, Jannock announced that it had received written notification from the shareholders that had requisitioned a meeting of shareholders, confirming that such requisition had been withdrawn.
9. As a result of this auction process, Jannock commenced negotiations with ABC concerning the proposed transaction outlined below, which would result in Jannock becoming a subsidiary of ABC by way of a plan of arrangement.
10. Pursuant to the Arrangement, the steps set forth below will occur in the following order:
 - (a) Jannock will sell its real estate development business, along with certain other assets which do not relate to its metal business (collectively the "Non-Core Assets") to Splitco, a newly-created corporation governed by the OBCA. Splitco will issue common shares (the "Splitco Shares") to Jannock as the consideration for the Non-Core Assets. The Non-Core Assets will consist of the following:
 - (i) Jannock's real estate development business (the "Real Estate Business") (which has historically been subject to segmented disclosure), which involves the redevelopment for residential and commercial uses of various parcels of real property which were previously used by Jannock in its brick business; and
 - (ii) a "non-control" investment by way of preferred shares and common shares of Survivor Technologies Group, Inc., a private Delaware corporation, which were received by Jannock as part of the sale of Jannock's vinyl business in September, 1999 (the "Survivor Shares"). The preferred shares have issue consideration of U.S. \$26.2 million, and

the common shares have issue consideration of U.S. \$600,000.

substantially comprised of the current assets of Jannock relating to its metal business.

- (b) Jannock will distribute, as a dividend in kind to its holders of Common Shares (the "Shareholders"), one Splitco Share for each Common Share held.
 - (c) Jannock will redeem all of its issued and outstanding Second Preference Shares at their redemption price as set forth in the articles of Jannock. The holders of the Fourth Preference Shares will agree to convert those shares into Common Shares prior to the implementation of the Arrangement.
 - (d) All outstanding employee and director stock options of Jannock will be cancelled. The holders of such options (the "Option Holders") will be entitled to receive, in respect of each Common Share subject to such options, the following:
 - (i) if the exercise price of the relevant option (the "Exercise Price") is less than the Cash Amount (as defined in paragraph (e) below), the Option Holder will be entitled to receive the difference between Cash Amount and the Exercise Price in cash, together with one senior subordinated note of Subco (a "Note") in the principal amount of the Note Amount (as defined in paragraph (e) below) and one Splitco Share;
 - (ii) if the Exercise Price is greater than the Cash Amount but less than the sum of the Cash Amount and the Note Amount (the "Total Amount"), the Option Holder will be entitled to receive one Note in the principal amount equal to the difference between the Total Amount and the Exercise Price, and one Splitco Share; and
 - (iii) if the Exercise Price is greater than the Total Amount, then upon payment by the Option Holder to Jannock of the difference between the Exercise Price and the Total Amount on or before the effective date of the Arrangement, the Option Holder will be entitled to receive one Splitco Share.
 - (e) Each Common Share held by a Shareholder (other than those held by Subco) will be exchanged with, and acquired by, Subco for a specified amount of cash (the "Cash Amount") and a Note in a specified principal amount (the "Note Amount").
 - (f) Jannock will amalgamate with Subco to form an amalgamated corporation governed by the OBCA ("Amalco"), the assets of which will be substantially comprised of the current assets of Jannock relating to its metal business.
 - (g) On the amalgamation, all of the Common Shares will be cancelled, and all of the common shares of Subco will be converted, share for share, into common shares of Amalco. Amalco will become a subsidiary of ABC.
 - (h) On the amalgamation, the Notes will become the obligations of Amalco as the successor corporation to Subco.
 - (i) The Arrangement must be approved by the Ontario Superior Court and by the Jannock shareholders.
11. The Non-Core Assets are being transferred by Jannock to Splitco, and the shares of Splitco distributed to the Shareholders, because ABC does not view these assets as relevant to Jannock's metal business and is not prepared to pay for these Non-Core Assets.
 12. Splitco will be managed and operated in a fashion which will endeavour to realize maximum value on Splitco's assets in a timely fashion, and to distribute the net proceeds realized from those assets to Splitco's shareholders.
 13. Splitco and Subco intend to apply to have the Splitco Shares and the Notes, respectively, listed on the Canadian Venture Exchange as of the effective time of the Arrangement.
 14. The Management Information Circular (the "Circular") that will be provided to all Shareholders and filed in the Jurisdictions will contain prospectus-level disclosure of Splitco and Amalco, including a detailed description of the Splitco Shares and the Notes.
 15. The Real Estate Business has been the subject of segmented financial and descriptive disclosure on an ongoing basis in Jannock's continuous disclosure documents for more than 12 months pursuant to Jannock's responsibilities as a reporting issuer, including disclosure in Jannock's interim and annual reports, annual information forms and management's discussion and analysis. The Survivor Shares, which were acquired by Jannock in September, 1999, and represent a "non-control" interest in a private company (approximately an 11% voting interest on a fully diluted basis), will be fully described in the Circular. Public disclosure of the acquisition of the Survivor Shares was made in a press release and a material change report issued by Jannock at the time of the acquisition, and the Survivor Shares have been referenced in the continuous disclosure documentation of Jannock since their acquisition.
 16. The assets of Amalco have been the subject of continuous disclosure on an ongoing basis for more than 12 months pursuant to Jannock's responsibilities as a reporting issuer.

17. It is a condition of the Arrangement that the Splitco Shares and Notes will be freely tradable throughout Canada at the effective time of the Arrangement, in order that the Shareholders do not lose the ability to liquidate their holdings as a result of the Arrangement.
18. The Shareholders will have the right to dissent from the Arrangement under section 185 of the OBCA, and the Circular will disclose full particulars of this right in accordance with applicable law.
19. Exemptions from registration and prospectus requirements of the Legislation in respect of trades made in connection with the Arrangement, and exemptions from prospectus requirements of the Legislation in respect of the first trades in Splitco Shares and Notes following the Arrangement, are not otherwise available in all Jurisdictions.
20. Splitco will not be a reporting issuer within the definitions of all of the applicable Jurisdictions at the time the Arrangement becomes effective.
21. In respect of those Jurisdictions in which an issuer cannot be deemed to be a reporting issuer under the Legislation, Splitco and Amalco will, from and after the completion of the Arrangement, make the same continuous disclosure filings as are required by reporting issuers or issuers having a status equivalent to that of a reporting issuer, subject to any exemptive relief granted by the Jurisdictions.

AND WHEREAS under the System, this MRRS 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:

- (a) all trades made in connection with the Arrangement shall not be subject to the registration and prospectus requirements of the Legislation;
- (b) the first trades of Splitco Shares and Notes acquired by Shareholders and Option Holders in connection with the Arrangement in a Jurisdiction shall be distributions under the Legislation of such Jurisdiction except that where:
 - (i) if the seller is in a special relationship with Splitco or Amalco, as the case may be, as defined in the Legislation, the seller has reasonable grounds to believe that Splitco or Amalco are not in default of any requirement of the Legislation; and
 - (ii) no unusual effort is made to prepare the market or to create a demand for the

securities and no extraordinary commission or consideration is paid in respect of the first trades;

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

- (c) in those Jurisdictions in which an issuer can be deemed to be a reporting issuer under the Legislation, Splitco shall be deemed to be a reporting issuer as of the effective time of the Arrangement.

January 26th, 2000.

"J. A. Geller"

"R. Stephen Paddon"

2.1.6 Nesbitt Burns Inc. and Bank of Montreal - MRRS Decision

Headnote

MRRS Decision - Bank issuer is a related issuer and a connected issuer of a registrant which may act as underwriter of or more notes offerings under a medium term note program of the bank – Offerings may be underwritten on a firm or best efforts agency basis - Registrant exempted from independent-underwriter requirement in clause 221(b) of Regulation, provided that: (1) an independent underwriter underwrites not less than the lesser of: (i) 20 per cent of the dollar value of the notes offering, and (ii) the dollar value of the notes offering underwritten by the registrant; and (2) the corresponding Pricing Supplement identifies the independent underwriter and discloses the independent underwriter's role in the structuring and pricing of the notes offering and in the due diligence activities performed by the independent underwriter in connection with the notes offering.

Statutes Cited

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

Regulations Cited

Regulation made under the Securities Act, R.S.O. 1990, Reg. 1015, as am., ss. 219(1), 224(1)(b) and 233.

Rules Cited

In the Matter of the Limitations on a Registrant Underwriting Securities of a Related Issuer or Connected Issuer of the Registrant, (1997) 20 OSCB 1217, as varied by (1999) 22 OSCB 58.

Proposed Instrument Cited

Multi-Jurisdictional Instrument 33-105 *Underwriters Conflicts* (1998), 21 OSCB 781.

Policies Cited

National Policy Statement No. 44.

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

AND

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

AND

**IN THE MATTER OF
NESBITT BURNS INC. AND BANK OF MONTREAL**

MRRS DECISION DOCUMENT

WHEREAS the Canadian securities regulatory authority or regulator (the "Decision Maker") in each of Ontario, British Columbia, Alberta and Newfoundland (the "Jurisdictions") has received an application from Nesbitt Burns Inc. ("Nesbitt Burns") for a decision, pursuant to the securities legislation (the "Legislation") of the Jurisdictions, that the requirement (the "Independent Underwriter Requirement") contained in the Legislation, which prohibits a registrant from acting as underwriter in connection with a distribution of securities of an issuer, made by means of prospectus, where the issuer is a "related issuer" (or the equivalent) of the registrant, or, in connection with the distribution, a "connected issuer" (or the equivalent) of the registrant, without certain required participation in the distribution by an underwriter (an "Independent Underwriter"), in respect of which the issuer is neither a related issuer (or the equivalent) of the registrant, nor, in connection with the distribution, a connected issuer (or the equivalent) of the registrant, shall not apply to Nesbitt Burns in respect of one or more proposed distributions (a "Notes Offering") of Medium-Term Notes (the "Notes") of Bank of Montreal (the "Bank"), pursuant to the Bank's medium-term note program (the "MTN Program"), to be made by means of one or more pricing supplements (a "Pricing Supplement") to a short-form shelf prospectus (the "Prospectus") and a prospectus supplement (the "Prospectus Supplement"), expected to be filed with the securities regulatory authority or regulator (the "Securities Regulators") in each of the provinces and territories of Canada;

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

AND WHEREAS Nesbitt Burns has represented to the Decision Makers that:

1. Nesbitt Burns is registered as a dealer under the Legislation of each of Alberta, British Columbia, Newfoundland and Ontario.
2. The Bank is a chartered bank subject to the provisions of the Bank Act (Canada).
3. In connection with the MTN Program, the Bank has filed a preliminary short form prospectus (the "Preliminary Prospectus") with the Securities Regulators in accordance with the procedures set out in National Policy Statement No. 44 ("NP 44"), and a preliminary expedited review receipt document has been issued by the OSC in respect of the Preliminary Prospectus on behalf of each of the Securities Regulators.
4. The Prospectus will qualify the distribution of debt securities ("Debt Securities") consisting of debentures, notes and/or other unsecured evidences of indebtedness of the Bank. The Debt Securities may be offered from time to time in one or more series in an aggregate principal amount of up to \$3,500,000,000.
5. The Prospectus Supplement, which will be incorporated by reference into the prospectus, will provide that the Bank may offer the Notes pursuant to the MTN program from time to time and subject to certain terms in the aggregate principal amount of up to \$3,000,000,000.

6. The agent group, to be identified in the Prospectus Supplement, will consist of Nesbitt Burns, CIBC World Markets Inc., Merrill Lynch Canada Inc., National Bank Financial Inc., RBC Dominion Securities Inc., Scotia McLeod Inc. and TD Securities Inc. (collectively, together with each of their successors, the "Agents"). The Prospectus Supplement will contain an underwriter's certificate signed by each of the Agents who will each be in a contractual relationship with the Bank.
7. The Bank may sell the Notes pursuant to the MTN Program from time to time through one or more of the Agents, acting as agents of the Bank or as principals for resale, or the Bank may sell the Notes from time to time directly to the public.
8. Nesbitt Burns is a wholly-owned subsidiary of The Nesbitt Burns Corporation Limited which is, in turn, an indirect wholly-owned subsidiary of the Bank. Consequently, the Bank is a "related issuer" (or its equivalent) of Nesbitt Burns, and may, in connection with any Notes Offering, be a "connected issuer" (or the equivalent) of Nesbitt Burns.
9. Except for Nesbitt Burns, the Bank is neither a "related issuer" (or the equivalent), nor, is it excepted to be, in connection with any Notes Offering, a "connected issuer" (or the equivalent), of any of the Agents.
10. Each Pricing Supplement corresponding to a Notes Offering underwritten by Nesbitt Burns will contain the information specified in Appendix "C" of draft Multi Jurisdictional Instrument 33-105 Underwriters Conflicts (the "MJ Instrument"), on the basis that the Bank is a "connected issuer" of Nesbitt Burns, as such term is defined in the MJ Instrument.
11. In the case of each Notes Offering, any related trading commission, underwriting fees or other compensation payable by the Bank to an Agent, including Nesbitt Burns will, in each case, be a specified percentage of the dollar value of the Notes underwritten by the Agent (being the dollar value of Notes sold by the Agent, where the Notes are underwritten on an agency basis), which percentage amount will be the same for all Agents.

- (a) 20 per cent of the dollar value of the Notes Offering, and
 - (b) the dollar value of the Notes Offering underwritten by Nesbitt Burns; and
- (2) the corresponding Pricing Supplement identifies the Agent and discloses the Agent's role in the structuring and pricing of the Notes Offering and in the due diligence activities performed by the Agents in connection with the Notes Offering.

February 8th, 2000.

"J. A. Geller"

"Theresa McLeod"

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, in the case of each Notes Offering, the Independent Underwriter Requirement shall not apply to Nesbitt Burns, provided that:

- (1) an Agent that is an Independent Underwriter underwrites not less than the lesser of:

2.1.7 O Acquisition Corp. and OSF Inc. - MRRS Decision

Headnote

Take-over bid - Collateral benefits - Competing take-over bids - One offeror entering into agreement with second offeror to acquire certain assets of second offeror in exchange for consideration including cash, deferred payments of cash and equity interest in acquisition vehicle employed by first offeror - In connection with asset purchase agreement, shareholders' agreement, registration rights agreement and non-competition agreements to be entered into - Agreements between first offeror and second offeror entered into for a business purpose unrelated to second offeror's ownership of shares of offeree and not for the purpose of providing second offeror with greater consideration for its shares of offeree than the consideration to be received by other offerees for their shares - Agreements may be entered into despite subsection 97(2) of the Act.

Applicable Ontario Statutory Provisions

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

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

AND

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

AND

**IN THE MATTER OF
O ACQUISITION CORP.**

AND

**IN THE MATTER OF
OSF INC.**

MRRS DECISION DOCUMENT

WHEREAS the Canadian securities regulatory authority or regulator (the "Decision Maker") in each of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Quebec, Nova Scotia and Newfoundland (the "Jurisdictions") has received an application (the "Application") from O Acquisition Corp. (the "Offeror") for a decision pursuant to the securities legislation of the Jurisdictions (the "Legislation") that:

(i) in connection with the offer (the "Cash Offer") by the Offeror to purchase all of the issued and outstanding common shares (the "OSF Shares") of OSF Inc. ("OSF"), and

(ii) despite the provision in the Legislation that prohibits an offeror who makes or intends to make a take-over bid or issuer bid and any person or company acting jointly or in concert with the offeror from entering into any collateral agreement, commitment or understanding with any holder or beneficial owner of securities of the offeree issuer that has the effect of providing to the holder or owner a consideration of greater value than that offered to other holders of the same class of securities (the "Prohibition on Collateral Agreements"),

the following agreements are made for reasons other than to increase the value of the consideration paid to Royal Laser Tech Corporation ("Royal Laser") for the OSF Shares held by Royal Laser and may be entered into:

- (1) an asset purchase agreement (the "Asset Purchase Agreement") entered into between O Holdings Corp. ("O Holdings") and Royal Laser providing for the purchase by O Holdings of the assets of Royal Laser's store fixtures division (the "Assets"); and
- (2) certain other agreements, including a supply agreement (the "Supply Agreement"), a shareholders' agreement (the "Shareholders Agreement"), a registration rights agreement (the "Registration Rights Agreement", a warrant (the "Warrant") and a non-competition and non-solicitation agreement (the "Non-Competition Agreement" and, collectively with the Supply Agreement, Shareholders Agreement, Registration Rights Agreement and Warrant, the "Scheduled Agreements"), which the Asset Purchase Agreement contemplates will be entered into by Royal Laser and either OSF or O Holdings on the closing date for the purchase of the Assets (the "Closing Date");

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

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

1. The Offeror is an indirect wholly-owned subsidiary of Centre Partners Management LLC ("Centre Partners"), a Delaware limited liability company. The Offeror was incorporated under the *Business Corporations Act* (Ontario) (the "OBCA") for the purpose of making the Cash Offer.
2. The Offeror is not a reporting issuer in any of the Jurisdictions.
3. O Holdings is a wholly-owned subsidiary of Centre Partners. O Holdings was incorporated under the OBCA for the purpose of holding directly all of the Offeror's outstanding securities.
4. O Holdings is not a reporting issuer in any of the Jurisdictions.
5. Royal Laser is governed by the OBCA and its common shares (the "Royal Laser Shares") are listed and posted for trading on The Toronto Stock Exchange (the "TSE").

To the knowledge of the Offeror, O Holdings and Centre Partners, Royal Laser is a reporting issuer not in default of the Legislation in each of the Jurisdictions.

6. OSF is governed by the OBCA and the OSF Shares are listed and posted for trading on the TSE. To the knowledge of the Offeror, O Holdings and Centre Partners, OSF is a reporting issuer not in default of the Legislation in each of the Jurisdictions.
7. In May 1999, OSF's board of directors (the "Board") established an independent committee (the "Special Committee") and authorized it to consider proposals regarding a sale of OSF and make recommendations regarding such proposals to the Board.
8. Pursuant to an engagement letter dated November 15, 1999, the Special Committee retained HSBC Securities (Canada) Inc. ("HSBC") to provide it with financial advice with respect to OSF.
9. On November 24, 1999, Royal Laser made an offer to acquire all of the outstanding OSF Shares on the basis of one Royal Laser Share for each OSF Share (the "Royal Laser Offer"). The Royal Laser Offer has been extended from time to time and is scheduled to expire on February 8, 2000. Royal Laser has not taken up any OSF Shares under the Royal Laser Offer.
10. Royal Laser owns 1,579,800 OSF Shares representing approximately 8.9% of the outstanding OSF Shares.
11. On December 10, 1999, the Offeror and OSF entered into a support agreement (the "Support Agreement") pursuant to which the Offeror and OSF agreed that, among other things, the Offeror would make the Cash Offer for consideration equal to \$7.10 in cash per OSF Share and the Board would recommend that holders of OSF Shares (the "OSF Shareholders") accept the Offer.
12. The Cash Offer was made on December 10, 1999, has been extended from time to time and currently is scheduled to expire on February 2, 2000.
13. After the Cash Offer was made, representatives of the Offeror, O Holdings and Royal Laser engaged in discussions regarding the desirability of combining the store fixtures businesses of Royal Laser and OSF. As a result of these discussions, O Holdings and Royal Laser entered into the Asset Purchase Agreement and the Offeror and Royal Laser entered into the Standstill Agreement.
14. Concurrently with their negotiations relating to the Asset Purchase Agreement, the Scheduled Agreements and the Standstill Agreement (collectively, the "Agreements"), the Offeror and Royal Laser presented the following proposal (the "Proposal") to the Special Committee:
 - (A) Royal Laser, O Holdings, the Offeror and OSF would enter into the Agreements;
 - (B) provided that the relief requested in this decision was granted, Royal Laser would allow the Royal

Laser Offer to expire and the Offeror would extend the Cash Offer and increase the consideration offered to \$7.25 per OSF Share (the "Amended Cash Offer");

- (C) OSF would confirm that the Support Agreement would continue to apply to the Amended Cash Offer; and
 - (D) the Board would recommend that OSF Shareholders accept the Amended Cash Offer.
15. The Asset Purchase Agreement provides, among other things, for:
- A. the purchase by O Holdings of the Assets from Royal Laser for aggregate consideration (the "Consideration") consisting of:
 - I. the payment to Royal Laser on the Closing Date of \$31.15 million in cash, subject to a holdback of \$3 million and reduction for certain adjustments;
 - II. the issuance by O Holdings to Royal Laser on the Closing Date of common shares (the "O Holdings Common Shares") having an aggregate value of \$16.5 million;
 - III. the issuance of the Warrant, which will consist of a right permitting Royal Laser to acquire additional O Holdings Common Shares at any time within 21 months of the date the Warrant is issued;
 - IV. a deferred payment to Royal Laser of \$10 million in cash, payable over two years and subject to decrease to the extent that certain predetermined sales targets from the purchased and combined businesses, which targets are significantly higher than the historical and current sales of the purchases and combined businesses, are not met; and
 - V. a deferred payment to Royal Laser of up to \$10 million in cash, representing an "earn out" amount, payable if sales from the purchased and combined businesses exceed predetermined levels, which levels are significantly higher than historical and current levels;
 - B. the execution on the Closing Date of the Supply Agreement, pursuant to which OSF will have the right to require Royal Laser to manufacture certain metal products for OSF at the lower of: (i) the most competitive price offered by Royal Laser to its customers; and (ii) Royal Laser's cost, plus 20%;
 - C. the execution on the Closing Date of the Shareholders Agreement, which will govern the relationship between Royal Laser and the other

holders of O Holdings Common Shares after consummation of the transactions contemplated by the Asset Purchase Agreement and which provides, among other things, that:

- I. if certain conditions are satisfied, Royal Laser may appoint two directors to O Holdings' board of directors (the "Royal Laser Designees");
 - II. annual directors' fees of \$30,000 in the aggregate will be paid to Royal Laser in respect of the Royal Laser Designees' services; and
 - III. O Holdings' founding shareholders (the "Founding Shareholders"), including Royal Laser, will have rights to acquire additional O Holdings securities in specified circumstances, including rights of first refusal, pre-emptive rights and rights to acquire O Holdings securities at the lesser of their fair value and their cost from certain individuals whose employment with O Holdings is terminated for cause; and
- D. the execution on the Closing Date of the Registration Rights Agreement, which confers upon Royal Laser, among others, the right in certain circumstances to have its O Holdings Common Shares qualified for distribution under a prospectus in Ontario or in a registration statement filed under United States securities laws; and
- E. the execution on the Closing Date of the Non-Competition Agreement to protect the goodwill of the business being acquired from Royal Laser.
16. The O Holdings Common Shares to be issued to Royal Laser on the Closing Date will be issued at the same price per share (the "Initial Subscription Price") as the O Holdings Common Shares to be issued to the other Founding Shareholders. It is intended that, upon the issuance of the O Holdings Common Shares to Royal Laser on the Closing Date, Royal Laser will hold approximately 15% of the equity of O Holdings.
17. The O Holdings Common Shares to be issued to Royal Laser if it exercises the Warrant will be issued at a price per O Holdings Common Share equal to 150% of the Initial Subscription Price. If Royal Laser exercises the Warrant, Royal Laser will acquire an additional 5% of the equity of O Holdings.
18. The Standstill Agreement governs the conduct of the Offeror and Royal Laser with respect to the Royal Laser Offer, the Cash Offer and the making of the Application and, in effect, provides for their acting jointly or in concert with respect to the Offeror's acquisition of the OSF Shares.
19. The Special Committee has recommended that the Proposal and, in particular, the proposed increase in

the consideration per OSF Share, is in the best interests of the OSF Shareholders.

20. The Board of Directors has confirmed that the Support Agreement applies and will apply to the Amended Cash Offer and has indicated that it will recommend that OSF Shareholders accept the Amended Cash Offer.
21. The Offeror considers the acquisition of the Assets and the entering into of the Scheduled Agreements pursuant to the Asset Purchase Agreement to be desirable in the context of the complementary nature of the store fixtures businesses of OSF and the rapid consolidation of the store fixture industry.
22. The Asset Purchase Agreement and the Scheduled Agreements have been, or will be entered into, for business purposes unrelated to Royal Laser's ownership of OSF Shares and not for the purpose of providing Royal Laser with greater consideration for its OSF Shares than the consideration to be received by OSF Shareholders other than Royal Laser.
23. HSBC has provided a letter to the Decision Makers stating that, as more fully described in that letter and after taking into account the Asset Purchase Agreement and Scheduled Agreements, it is of the view that the Consideration to be received by Royal Laser represents no more than fair value for the Assets being sold.

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

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

THE DECISION of the Decision Makers in the Jurisdictions pursuant to the Legislation is that the Asset Purchase Agreement and the Scheduled Agreements are being entered into for reasons other than to increase the value of the consideration paid to Royal Laser in respect of its OSF Shares and may be entered into notwithstanding the Prohibition on Collateral Agreements.

February 2nd, 2000.

"David Brown"

"Howard I. Wetston"

2.1.8 Scudder Maxxum Co., Janus RSP American Equity Fund and Janus RSP Global Equity Fund - MRRS Decision

Headnote

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

Statutes Cited

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

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

AND

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

AND

**IN THE MATTER OF
SCUDDER MAXXUM CO.
JANUS RSP AMERICAN EQUITY FUND
AND JANUS RSP GLOBAL EQUITY FUND**

MRRS DECISION DOCUMENT

WHEREAS the Canadian securities regulatory authority or regulator (the "Decision Maker") in each of the provinces of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Nova Scotia and Newfoundland (the "Jurisdictions") has received an application (the "Application") from Scudder Maxxum Co. (the "Manager"), the manager of Janus RSP American Equity Fund and Janus RSP Global Equity Fund (collectively the "RSP Funds") for a decision pursuant to the securities legislation of the Jurisdictions (the "Legislation") that:

1. the requirements contained in the Legislation requiring an offeror to issue a news release and file a report where its aggregate holdings of securities of a reporting issuer exceed 10% of the outstanding securities of the reporting issuer and refrain from purchasing additional securities of the reporting issuer for a specified period of time once its holdings exceed this 10% level, and before such holdings exceed the 20% level ("Early Warning Requirements"), shall not apply in respect of certain investments to be made by the RSP Funds in the corresponding Linked Funds, as defined in the second representation below;

2. the restrictions contained in the Legislation prohibiting a mutual fund from knowingly making or holding an investment in a person or company in which the mutual fund, alone or together with one or more related mutual funds, is a substantial security holder ("Substantial Securityholder Investment Prohibitions") shall not apply in respect of certain investments to be made by the RSP Funds in the Linked Funds; and
3. the provisions of the Legislation requiring the management company of a mutual fund to file a report relating to a purchase or sale of securities between the mutual fund and any related person or company or any transaction in which, by arrangement other than an arrangement relating to insider trading in portfolio securities, the mutual fund is a joint participant with one or more of its related persons or companies ("Management Reporting Requirements") shall not apply in respect of certain investments to be made by the RSP Funds in the Linked Funds;

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 Manager and the RSP Funds represent to the Decision Makers that:

1. The RSP Funds are unincorporated open end mutual fund trusts to be established under the laws of Ontario pursuant to separate declarations of trust;
2. The investment objective of each RSP Fund is to provide long-term capital growth "linked" to the return of another equity mutual fund within the MAXXUM Group of Funds (referred to as its corresponding "Linked Fund"), the units of which are foreign property for purposes of the *Income Tax Act* (Canada) (the "Tax Act") primarily through the use of derivative instruments, as indicated below:

RSP Fund	Corresponding Linked Fund
Janus RSP American Equity Fund	MAXXUM American Equity Fund (to be renamed Janus American Equity Fund)
Janus RSP Global Equity Fund	MAXXUM Global Equity Fund (to be renamed Janus Global Equity Fund)

3. A preliminary simplified prospectus and annual information form for the RSP Funds (the "Preliminary Prospectus") dated October 22, 1999 has been filed in each of the Jurisdictions, and it is expected that a final prospectus (the "Final Prospectus") will be filed and receipts therefor issued by each of the Jurisdictions in due course. The Preliminary Prospectus discloses the investment objectives and strategies of each RSP Fund and each Linked Fund;
4. Following the filing of the Final Prospectus, the RSP Funds will be reporting issuers under the Legislation;
5. The Manager is a general partnership formed under the laws of Ontario. The Manager is the manager of both

the RSP Funds and the corresponding Linked Funds and its head office is in Toronto, Ontario;

6. The investment objective of the Linked Funds are achieved through investment primarily in foreign securities;
7. The performance of each RSP Fund is expected to substantially follow the returns of its corresponding Linked Fund. This will be accomplished primarily through the use of forward contract arrangements entered into with one or more qualified Canadian financial institutions as counterparties. The assets of each of the RSP Funds will be invested primarily in bank deposits and Canadian money market instruments which will constitute "cash cover" for the forward contract arrangements entered into by each RSP Fund;
8. Each of the RSP Funds will invest its assets in securities such that its units will be "qualified investments" for trusts governed by registered retirement savings plans and registered retirement income funds (the "Registered Plans") under the Tax Act and, based on an opinion of counsel to the RSP Funds, will not constitute foreign property in a Registered Plan.
9. In addition, each RSP Fund may also invest in units of its corresponding Linked Fund, if to do so is determined by the Manager to be in the best interests of the RSP Fund. The direct investment by an RSP Fund in units of its corresponding Linked Fund (the "Permitted RSP Fund Investment") will be in an amount which will not exceed the amount prescribed from time to time as the maximum permitted amount capable of being made as a foreign property investment under the Tax Act without the imposition of tax under Part XI of that Act (the "Foreign Property Maximum"). Except for transitional cash, the aggregate derivative exposure to, and direct investment in, a Linked Fund will equal 100% of the assets of each RSP Fund.
10. Investments by each RSP Fund in its corresponding Linked Fund are compatible with the investment objective of the RSP Fund, and are in the best interests of the RSP Fund and represent the business judgment of responsible persons uninfluenced by considerations other than the best interests of the RSP Fund;
11. The corresponding Linked Funds are open end mutual fund trusts which are reporting issuers currently distributed pursuant to a combined simplified prospectus and combined annual information form dated July 15, 1999, as amended on August 1, 1999 and are not in default of any requirements of the Legislation;
12. Except to the extent evidenced by this Decision, as defined in the recital below, and specific approvals granted by the Canadian securities administrators pursuant to National Policy Statement No. 39, the investments by the RSP Funds in the Linked Funds have been structured to comply with the investment restrictions of the Legislation and National Policy Statement No. 39, and its replacement rule effective

February 1, 2000, National Instrument 81-102 Mutual Funds;

13. In the absence of receiving this Decision, pursuant to the Legislation, as soon as the aggregate holdings by an RSP Fund of securities of its corresponding Linked Fund exceeds 10% of the outstanding securities of the Linked Fund, the Manager, and possibly the RSP Fund, would be required to comply with the reporting and other requirements of the Legislation;
14. In the absence of receiving this Decision, pursuant to the Legislation, an RSP Fund is prohibited from:
 - (a) knowingly making an investment in a person or company in which the RSP Fund, alone or together with one or more related mutual funds, is a substantial securityholder;
 - (b) knowingly making an investment in an issuer in which the management company of the RSP Fund has a significant interest; and
 - (c) knowingly holding an investment referred to in subsections (a) or (b) hereof.
15. In the absence of receiving this Decision, the Legislation may require the Manager to file a report on every purchase or sale of securities of a Linked Fund by an RSP Fund;

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

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

THE DECISION of the Decision Makers pursuant to the Legislation is that the Early Warning Requirements, Substantial Securityholder Investment Prohibitions and the Management Reporting Requirements do not apply to the RSP Funds or the Manager in connection with the investments by the RSP Funds in their corresponding Linked Funds:

PROVIDED THAT:

1. this Decision, as it relates to the jurisdiction of a Decision Maker, will terminate one year after the publication in final form of any legislation or rule of that Decision Maker dealing with the matters in clause 2.04(4)(b) of National Policy Statement No. 39; and
2. this Decision will only apply in respect of investments in, or transactions with, the Linked Funds that are made by the RSP Funds in compliance with the following conditions:
 - (a) the investment by an RSP Fund in a Linked Fund is compatible with the fundamental investment objective of the RSP Fund;

- (b) the RSP Funds and the Linked Funds are under common management and the Linked Funds' securities are offered for sale in the jurisdiction of the Decision Maker pursuant to a prospectus which has been filed with and accepted by the Decision Maker;
- (c) except as provided in condition (f) below, each RSP Fund restricts its aggregate direct investments in its corresponding Linked Fund to a percentage of its assets that is within the Foreign Property Maximum;
- (d) the prospectus of the RSP Funds describes the intent of the RSP Funds to invest in a specified corresponding Linked Fund;
- (e) the RSP Funds may change the Permitted RSP Fund Investments if they change their fundamental investment objectives in accordance with the Legislation;
- (f) if at any time the assets of an RSP Fund that are invested in its corresponding Linked Fund exceed the Foreign Property Maximum, the necessary changes are made in the RSP Fund's investment portfolio as at the next valuation date of the RSP Fund in order to bring the RSP Fund's investment portfolio into conformity with the Foreign Property Maximum;
- (g) there are compatible dates for the calculation of the net asset value of an RSP Fund and its corresponding Linked Fund for the purpose of the issue and redemption of the securities of such mutual funds;
- (h) in the event of the provision of any notice to securityholders of a Linked Fund as required by the constating documents of the Linked Fund or by the laws applicable to the Linked Fund, such notice will also be delivered to the securityholders of the RSP Fund; all voting rights attached to the securities of the Linked Fund which are owned by the RSP Fund will be passed through to the securityholders of the RSP Fund; in the event that a securityholders' meeting is called for a Linked Fund, all of the disclosure and notice material prepared in connection with such meeting will be provided to the securityholders of the applicable RSP Fund and such securityholders will be entitled to direct a representative of the applicable RSP Fund to vote that RSP Fund's holding in the Linked Fund in accordance with their direction; and the representative of the RSP Fund will not be permitted to vote the RSP Fund's holdings in the Linked Fund except to the extent the securityholders of the RSP Fund so direct;
- (i) no sales charges are payable by the RSP Fund in relation to its purchases of securities of its corresponding Linked Fund;
- (j) no redemption fees or other charges are charged by the Linked Fund in respect of the redemption by the RSP Fund of securities of the corresponding Linked Fund owned by the RSP Fund;
- (k) no fees and charges of any sort are paid by an RSP Fund or by a Linked Fund or by the Manager or a principal distributor of an RSP Fund or a Linked Fund or by any affiliate or associate of any of the foregoing entities to anyone in respect of an RSP Fund's investment in, or redemption of, the securities of the corresponding Linked Fund, other than the management fees as addressed in paragraph (l) below;
- (l) the arrangements between or in respect of an RSP Fund and its corresponding Linked Fund are such as to avoid the duplication of management fees or incentive fees;
- (m) in addition to receiving the annual and, upon request, the semi-annual financial statements of the RSP Fund, securityholders of the RSP Fund will receive the annual and, upon request, the semi-annual financial statements of the corresponding Linked Fund in either a combined report, containing both the RSP Fund's and Linked Fund's financial statements, or in a separate report containing the Linked Fund's financial statements; and
- (n) to the extent that the RSP Funds and the Linked Funds do not use a combined simplified prospectus and annual information form and financial statements containing disclosure about the RSP Funds and the Linked Funds, copies of the simplified prospectus and annual and semi-annual financial statements relating to the Linked Funds may be obtained upon request by a securityholder of the RSP Funds.

January 26th, 2000.

"Howard I. Wetston"

"R. Stephen Paddon"

2.1.9 Midnorthern Appliance Inc. and Shearhart Corporation - cl. 104(2)(a)

Headnote

Clause 104(2)(a) - Take-over Bid - Employment agreement to be entered into between offeror and selling securityholder who is also officer of offeree - Decision granted that the employment agreement is being entered into for reasons other than to increase the value of the consideration paid to the selling securityholder for his shares and that the employment agreement may be entered into despite subsection 97(2) of the Act.

Statute Cited

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

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

AND

**IN THE MATTER OF
MIDNORTHERN APPLIANCE INC.**

AND

**IN THE MATTER OF
SHEARHART CORPORATION**

**DECISION
(Clause 104(2)(a))**

UPON the application of Midnorthern Appliance Inc. ("Midnorthern") to the Ontario Securities Commission (the "Commission") for a decision pursuant to clause 104(2)(a) of the Act, in connection with the offer (the "Offer") to be made by Midnorthern to acquire common shares of Shearhart Corporation ("Shearhart"), that the employment agreement (the "Employment Agreement") to be entered into with Tony Meschino ("Meschino") is being made for reasons other than to increase the value of the consideration to be paid to Meschino under the Offer and that the Employment Agreement may be entered into notwithstanding subsection 97(2) of the Act;

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

AND UPON Midnorthern having represented to the Commission as follows:

1. Shearhart is a corporation incorporated under the laws of the Province of Alberta and operates 16 retail appliance stores in southern Ontario under the name "Home & Rural";
2. The authorized capital of Shearhart consists of an unlimited number of Class A Preferred Shares, an unlimited number of Class B Preferred Shares and an unlimited number of common shares ("Shares"), of which 9,011,360 Shares and no Class A Preferred

Shares and no Class B Preferred Shares are issued and outstanding;

3. The Shares of Shearhart are listed and posted for trading on the Canadian Venture Exchange and prior thereto, were listed on the Alberta Stock Exchange;
4. Shearhart is not a reporting issuer under the Act. Shearhart is a reporting issuer in the Province of Alberta and, by virtue of its listing on CDNX, has become a reporting issuer in the Province of British Columbia;
5. Meschino is the President of Shearhart and owns 273,700 Shares (the "Meschino Shares"), representing approximately 3% of the class;
6. Midnorthern is a private corporation amalgamated under the laws of the Province of Ontario and controlled by Mr. Willy Gnat and members of his family. Midnorthern supplies major home appliances to the construction and property management sectors in Ontario. Midnorthern also operates and franchises retail appliance stores in southern Ontario;
7. Midnorthern has entered into lock-up agreements with Robert Shearhart, the Chairman of Shearhart, and Barbara Shearhart, pursuant to which they have agreed to deposit 5,981,014 Shares representing approximately 66.37% of the class, owned, directly or indirectly by them, to the Offer and not to withdraw such Shares unless a competing cash offer is made for all of the Shares at a price of not less than \$1.85 per Share (a "Competing Offer") and which Midnorthern fails to match within a limited time;
8. Meschino has also entered into a lock-up agreement with Midnorthern and has agreed to deposit the Meschino Shares to the Offer and not to withdraw such Shares unless there is a Competing Offer which Midnorthern fails to match;
9. The Employment Agreement to be entered into with Meschino will provide that if the Offer is successful and Midnorthern acquires the Shares, Meschino will be employed as President of Midnorthern's retail division for an initial five-year term, renewable thereafter on a year-to-year basis. Meschino will be responsible for the Home & Rural stores and the Midnorthern stores, as well as for the integration of the retail and builder upgrade divisions of Midnorthern;
10. During 1999, Shearhart paid Meschino a salary of \$126,000 and a performance bonus of \$19,000. Under the terms of the Employment Agreement with Midnorthern, Meschino's base salary will be \$150,000 per annum, subject to annual review. He will also be eligible to earn an annual performance bonus of up to \$35,000, subject to the achievement of specific financial objectives related to the revenues and profits of Midnorthern. Meschino will also receive substantially the same benefits from Midnorthern as he currently receives from Shearhart. If Meschino's employment with Midnorthern is terminated, other than for cause, he will be entitled to receive his base salary for a period of

16 months plus one additional month for each whole year of service under the Employment Agreement. In addition, if Midnorthern should complete an initial public offering or otherwise become publicly traded during the term of his employment, Meschino will, subject to regulatory approval, be granted an option to purchase common shares of Midnorthern upon terms and conditions consistent with those provided to other senior management of Midnorthern;

11. The Employment Agreement contains covenants of Meschino not to compete with Midnorthern in the retail appliance sector and not to solicit clients, customers or employees of Midnorthern for a one-year period following termination of the Employment Agreement;
12. Midnorthern has been advised by Shearhart that Shearhart intends to pay Meschino a one-time bonus of \$120,000 on completion of the Offer, pursuant to a pre-existing agreement between Meschino and Shearhart;
13. The compensation provided for under the Employment Agreement is reasonable in light of the responsibilities of Meschino as President of the resulting retail division of Midnorthern which will combine Midnorthern's retail stores and Shearhart's Home & Rural stores following completion of the Offer; and
14. The Employment Agreement is being entered into to provide continuity of senior management and not to provide additional consideration to Meschino as a selling shareholder of Shearhart.

AND UPON the Commission being satisfied that to make this decision would not be prejudicial to the public interest;

IT IS DECIDED pursuant to clause 104(2)(a) of the Act that, for the purposes of subsection 97(2) of the Act, the Employment Agreement is being made for reasons other than to increase the value of the consideration to be paid to Meschino for his Shares of Shearhart and that the Employment Agreement may be entered into notwithstanding subsection 97(2) of the Act.

February 11th, 2000.

"J. A. Geller"

"R. Stephen Paddon"

2.1.10 T. Eaton Company Limited - MRRS Decision

Headnote

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

Applicable Ontario Statute

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

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

AND

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

AND

IN THE MATTER OF THE T. EATON COMPANY LIMITED

MRRS DECISION DOCUMENT

WHEREAS the local securities regulatory authority or regulator (the "Decision Maker") in each of British Columbia, Alberta, Saskatchewan, Ontario, Quebec, New Brunswick, Nova Scotia, Newfoundland, Prince Edward Island and Yukon Territory (the "Jurisdictions") has received an application from The T. Eaton Company Limited (the "Filer") for a decision under the securities legislation of the Jurisdictions (the "Legislation") that the Filer be deemed to have ceased to be a reporting issuer or the equivalent under the Legislation;

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

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

1. Eaton's is a company incorporated under the laws of Ontario and is a reporting issuer or the equivalent under the Legislation in each of the Jurisdictions;
2. as a result of a plan of arrangement, all of the issued and outstanding securities of the Filer are owned by Sears Canada Inc.;
3. no securities of the Filer are listed or quoted on any stock exchange or organized market; and
4. the Filer does not intend to make an offering of its securities to the public;

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

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

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

January 20th, 2000.

"Margaret Sheehy"

2.2 Orders

2.2.1 Alert Care Corporation - s. 83 and ss. 1(6), OBCA

Headnote

Issuer deemed to have ceased to be reporting issuer under the Securities Act and deemed to have ceased to be offering its securities to the public under the Ontario Business Corporations Act.

Statutes Cited

Securities Act, R.S.O. 1990, c. S.5, as am., s. 83.
Business Corporations Act, R.S.O. 1990, c. B.16, as am., s.1(6)

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

AND

**IN THE MATTER OF THE ONTARIO BUSINESS
CORPORATIONS ACT,
R.S.O. 1990, CHAPTER B.16, AS AMENDED (THE
"OBCA")**

AND

**IN THE MATTER OF
ALERT CARE CORPORATION**

ORDER

(Section 83 of the Act and Subsection 1(6) of the OBCA)

UPON the application of Alert Care Corporation, a corporation incorporated under the laws of Ontario, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 83 of the Act and subsection 1(6) of the OBCA;

AND UPON it being represented that Alert Care Corporation now has fewer than fifteen security holders;

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

IT IS ORDERED pursuant to section 83 of the Act, that Alert Care Corporation is deemed to have ceased to be a reporting issuer for the purposes of the Act;

AND IT IS FURTHER ORDERED pursuant to subsection 1(6) of the OBCA, that Alert Care Corporation is deemed to have ceased to be offering its securities to the public for the purposes of the OBCA.

February 8th, 2000.

"J. A. Geller"

"Stephen N. Adams"

2.2.2 DGC Entertainment Ventures Corp. - s. 9.1

Headnote

Exemption granted to labour sponsored investment fund corporation to permit it to pay certain specified distribution costs out of fund assets contrary to section 2.1 of National Instrument 81-105 Mutual Fund Sales Practices. Exemption granted on the condition that the distribution costs so paid are permitted by, and otherwise paid in accordance with the National Instrument.

Statutes Cited

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

Rules Cited

National Instrument 81-105 Mutual Fund Sales Practices.

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

AND

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

AND

**IN THE MATTER OF
DGC ENTERTAINMENT VENTURES CORP.**

**EXEMPTION
(Section 9.1)**

UPON the application (the "Application") of DGC Entertainment Ventures Corp. (the "Fund") and EVC Management Inc., the manager of the Fund (the "Manager"), to the Ontario Securities Commission (the "Commission") for an exemption pursuant to section 9.1 of National Instrument 81-105 Mutual Fund Sales Practices (the "National Instrument"), from section 2.1 of the National Instrument to permit the Fund to make certain payments to participating dealers;

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

AND UPON the Fund and the Manager having represented to the Commission as follows:

1. The Fund is a corporation formed under the laws of Canada on November 26, 1993, is a reporting issuer under the Act, and is not on the list of defaulting reporting issuers maintained pursuant to subsection 72(9) of the Act.
2. The Manager is a corporation incorporated under the laws of Ontario on November 25, 1993 which acts as the manager of the Fund pursuant to the terms of a

- written agreement made between the Manager and the Fund (the "Management Agreement").
3. Black Investment Management Ltd., a corporation which is unaffiliated and at arm's length to the Manager, provides advisory services to the Fund with respect to its liquid investments pursuant to an agreement made among the Fund, the Manager and Black Investment Management Ltd.
 4. The Fund is registered as a labour sponsored investment fund corporation under the *Community Small Business Investment Funds Act* (Ontario) (the "Ontario Act") and as a labour sponsored venture capital corporation under the *Income Tax Act* (Canada) (the "Federal Act").
 5. The Fund makes non-controlling investments in the Canadian entertainment, communications and technology industries which are eligible investments for the Fund under the Federal Act and the Ontario Act.
 6. The Class A Shares of the Fund were distributed in the Province of Ontario pursuant to a prospectus dated December 12, 1996 and ceased distribution of securities on December 12, 1997.
 7. A preliminary prospectus for the Fund dated January 5, 2000 (the "Prospectus") has been filed with the Commission in order to re-qualify for sale in the Province of Ontario the Class A Shares of the Fund.
 8. As at December 31, 1999, the Fund had issued and outstanding 560,669 Class A Shares having an aggregate net asset value of \$6,806,520.00.
 9. The Class A Shares are equity shares entitling the holder to receive tax credits under the Federal Act and the Ontario Act, as applicable.
 10. Section 2.1 of the National Instrument prohibits the Fund, in connection with the distribution of its securities, from making payments or providing benefits to dealers participating in the distribution of its securities, including the payment of sales commissions to such dealers.
 11. The Fund proposes to pay a commission in the amount of 6.5% of the gross proceeds derived on the sale of a Class A Share to the principal distributor or other dealer procuring such subscription. Jones, Gable & Company Limited, a dealer which is a 50% shareholder of the Manager, is engaged as the principal distributor of the Fund. Prior to the cessation of the sale of Fund shares in December 1997, the Fund paid sales commissions to dealers in a similar fashion to that proposed; this payment was disclosed in the Fund's prospectus.
 12. Sales commissions payable by the Fund on the Class A Shares are amortized by the Fund over a period of 8 years in the financial accounts of the Fund, and are recoverable on a declining basis, at the rate of 0.75% per annum, in the event Class A Shares of the Fund are redeemed by the holders thereof prior to the expiry of an 8 year period following the purchase thereof.
 13. The payment of commissions on the sale of Class A Shares by the Fund is an event contemplated under the Federal Act and the Ontario Act.
 14. The Fund's payment of applicable sales commissions, the amortization of such commissions, and the potential recapture of such commissions, or part thereof, arising on redemption of a Class A Share, is viewed by the Fund as an appropriate and beneficial mechanism through which the Fund may match distribution expenses against subscriptions.
 15. The Prospectus discloses the payment by the Fund of the distribution expenses incurred by the Fund as described in paragraph 11 (the "Distribution Costs") and discloses that the Fund is responsible for payment of these expenses.
 16. The Management Agreement between the Fund and the Manager does not provide a mechanism for the Manager's assumption of the obligation to pay the Distribution Costs and accordingly, compliance by the Fund with section 2.1 of the National Instrument would require a renegotiation of such Management Agreement and the approval of the shareholders of the Fund to the extent any renegotiated agreement results in an increase in the costs and expenses incurred by the Fund.
 17. The Manager is capitalized only to the extent necessary for its operations, is dependent on management fee revenue derived from the Fund under the Management Agreement for the purpose of satisfying its ongoing obligations, and would need to renegotiate the quantum of its management fees received from the Fund to the extent it assumed responsibility for the Distribution Costs incurred in respect of the Fund.
 8. The Fund desires to continue to incur directly the Distribution Costs. The Fund and the Manager will comply with all of the relevant provisions of the National Instrument, other than the prohibition contained in section 2.1 of the National Instrument against the Fund paying the Distribution Costs. The Distribution Costs payable to participating dealers are compensation permitted to be paid to participating dealers under the National Instrument.

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

NOW THEREFORE, pursuant to section 9.1 of the National Instrument, the Commission hereby exempts the Fund from section 2.1 of the National Instrument to the extent that section 2.1 prohibits a mutual fund from making payments or providing benefits of the nature contemplated in the National Instrument, to permit the Fund to directly pay the Distribution Costs, provided that the Distribution Costs are otherwise permitted by, and paid in accordance with, the National Instrument.

February 4th, 2000.

"Howard I, Weston"

"R. Stephen Paddon"

**2.2.3 Dynamic Venture Opportunities Fund Ltd.
- ss. 62(5)**

Headnote

Subsection 62(5) – Lapse date extension

Applicable Ontario Statutory Provisions

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

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

AND

**IN THE MATTER OF
DYNAMIC VENTURE OPPORTUNITIES FUND LTD.
(the "Fund")**

**ORDER
(Subsection 62(5))**

WHEREAS Dynamic Venture Opportunities Fund Ltd. (the "Fund") has made an application for an order pursuant to subsection 62(5) of the Act for an extension of the lapse date of the current prospectus of the Fund;

AND UPON considering the application and the recommendation of Staff of the Ontario Securities Commission (the "Commission");

AND UPON the Fund having represented as follows:

1. The Fund is a corporation governed by the laws of Canada.
2. The Fund is a labour sponsored investment fund corporation under the *Community Small Business Investment Funds Act* (Ontario).
3. Class A Shares of the Fund ("Shares") are currently offered, in the province of Ontario only, pursuant to a prospectus dated February 2, 1999 (the "Prospectus"), as amended.
4. Pursuant to the Act, the lapse date (the "Lapse Date") for the distribution of Shares under the Prospectus is February 12, 2000. A *pro forma* prospectus was filed within the required time period for the filing of a *pro forma* prospectus under clause 62(2)(a) of the Act.
5. The Prospectus was further amended by the filing of an amended prospectus dated January 24, 2000 (the "Current Prospectus") which generally updated the information contained in the Prospectus.
6. The extension of the Lapse Date to April 15, 2000 will allow the prospectus renewal to be completed, in this year and subsequent years, after the peak investment season which occurs in the first calendar quarter of the year. This will facilitate the efficient distribution, and timely delivery to investors, of the prospectus.

7. The Fund is not in default of any of the requirements of the Act and there have been no material changes in the affairs of the Fund since the date of the Current Prospectus.

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

IT IS ORDERED pursuant to subsection 62(5) of the Act that the time periods provided by clauses 62(2)(b) and (c) of the Act, as they apply to the distribution of the Shares of the Fund under the Current Prospectus, are hereby extended to the time periods that would be applicable if the Lapse Date for the distribution of Shares of the Fund pursuant to the Current Prospectus was April 15, 2000.

"Rebecca Cowdery"

2.2.4 Emerging Africa Gold (EAG) Inc. - s. 147

Headnote

Section 147 - exempting issuer from minimum net proceeds requirement in section 10.3 of Commission Policy 5.2 in respect of a rights offering with net proceeds of less than \$.20 per share.

Statutes Cited

Securities Act, R.S.O. 1990, c.S.5, as am., s. 147

Rules Cited

OSC Policy 5.2, s.10.3

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

AND

IN THE MATTER OF
EMERGING AFRICA GOLD (EAG) INC.

ORDER
(Section 147 of the Act)

WHEREAS Emerging Africa Gold (EAG) Inc. (the "Corporation") has applied to the Ontario Securities Commission (the "Commission") pursuant to section 147 of the Act (the "Application") for an order of the Commission exempting the Corporation from certain requirements set forth in section 10.3 of Commission Policy 5.2 - Junior Natural Resource Issuers ("Policy 5.2") which section 10.3 requires minimum net proceeds pursuant to a prospectus offering of the Corporation of at least \$0.20 per share;

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

AND UPON the Corporation having represented to the Commission that:

1. On or before July 1, 2000 the Corporation proposes to issue rights to its shareholders (the "Rights Offering") which permit each shareholder to acquire, in exchange for one right and \$0.0975, one and one half common shares;
2. the Corporation proposes to effect the rights offering by way of prospectus;
3. the registered and head office of the Corporation is located at 630 Rene Levesque Blvd. West, Suite 2855, Montreal, Quebec, H3B 1S6;
4. the Corporation was incorporated on December 13, 1995 pursuant to Part 1A of the *Companies Act* (Quebec) under the name 9029-0834 Quebec Inc.;
5. the Corporation is authorized to issue an unlimited number of common shares, of which 20,398,115

common shares were issued and outstanding as at November 8, 1999;

6. the Corporation is a reporting issuer in Ontario and Quebec;
7. the common shares of the Corporation are quoted on CDN, and were quoted during the period from January through November 1999 in a range from \$.02 to \$.05 and from December 1999 through January 10, 2000 in a range from \$.09 to \$.10;
8. the Corporation was not, as at December 15, 1999, on the list of defaulting reporting issuers maintained pursuant to section 72(9) of the Act;
9. Policy 5.2 provides at section 10.3 that any prospectus offering by a junior natural resource issuer must achieve minimum net proceeds to the issuer of at least \$0.20 per share;
10. the Corporation's proposed offering price is \$0.065 per share;

AND UPON the Commission being satisfied that in the circumstances of this particular case it would not be prejudicial to the public interest to do so;

IT IS ORDERED pursuant to section 147 of the Act that the Corporation is exempt from the minimum net proceeds requirement in Commission Policy 5.2, section 10.3, so that the Corporation may offer its securities in the Rights Offering at a price that will achieve net proceeds to the Corporation of less than \$.20 per share.

January 19th, 2000.

"Margo Paul"

2.2.5 First Ontario Labour Sponsored Investment Fund Ltd. - s. 9.1

Headnote

Exemption granted to labour sponsored investment fund corporation to permit it to pay certain specified distribution costs out of fund assets contrary to section 2.1 of National Instrument 81-105 Mutual Fund Sales Practices. Exemption granted on the condition that the distribution costs so paid are permitted by, and otherwise paid in accordance with the National Instrument.

Statutes Cited

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

Rules Cited

National Instrument 81-105 Mutual Fund Sales Practices

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

AND

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

AND

IN THE MATTER OF
FIRST ONTARIO LABOUR SPONSORED INVESTMENT
FUND LTD.

EXEMPTION
(Section 9.1)

UPON the application of First Ontario Labour Sponsored Investment Fund Ltd. ("First Ontario") to the Ontario Securities Commission (the "Commission") for an exemption pursuant to section 9.1 of National Instrument 81-105 Mutual Fund Sales Practices (the "National Instrument") from section 2.1 of the National Instrument to permit First Ontario to make certain payments to participating dealers;

AND UPON considering the application of the Fund and the recommendation of staff of the Commission:

AND UPON it being represented by First Ontario to the Commission that:

1. First Ontario is a corporation incorporated under the *Business Corporations Act* (Ontario) which is registered as a labour sponsored investment fund corporation under the *Community Small Business Investment Funds Act* (Ontario) and is prescribed as a labour-sponsored venture capital corporation under the *Income Tax Act* (Canada).
2. First Ontario is a mutual fund as defined in subsection 1(1) of the Act, is a reporting issuer in the Province of

Ontario and is not on the list of defaulting reporting issuers maintained pursuant to section 72(9) of the *Securities Act* (Ontario). First Ontario sells securities to the public in Ontario pursuant to a prospectus that has been filed with, and received by the Director. (the "Prospectus").

3. The authorized capital of First Ontario consists of an unlimited number of Class A Shares issuable in Series, of which 3,912,016.62 Class A Shares, Series I and 1,037,362.822 Class A Shares, Series II were issued and outstanding as of January 11, 2000 and an unlimited number of Class B Shares, of which 1,125 were issued and outstanding on that date.
4. First Ontario Management Ltd. (the "Manager") formed and organized First Ontario. The sole business of the Manager is the management of the Fund.
5. First Ontario pays certain costs of distributing its shares directly to participating dealers (the "Distribution Costs"). These costs are (i) a sales commission of 2% of the net asset value per Class A share payable to the broker supervising the individual members of the First Ontario sponsors licensed to sell Class A shares of First Ontario pursuant to an order of the Commission dated January 31, 1997 (the "Secondees") plus certain expenses of the supervising broker associated with those sales (provided such expenses do not result in the sales commission plus the reimbursed expenses exceeding the threshold disclosed in the Prospectus) for sales of Class A shares by the Secondees; (ii) a sales commission of 5.4% of the net asset value per Class A share sold pursuant to payroll deduction sales (excluding sales initiated by Secondees under the supervision of the supervising broker); and (iii) a sales commission of 6% of the net asset value per Class A share sold by participating dealers for all other sales.
6. The Manager currently pays trailing commissions to participating dealers as disclosed in the Prospectus.
7. The Manager is the only member of the organization of First Ontario, other than First Ontario, available to pay the Distribution Costs. The Manager has insufficient resources to pay the Distribution Costs, would be obliged to finance the obligation to pay the Distribution Costs through borrowings and would thereby incur borrowing costs. The Manager is uncertain that it would be able to secure financing to pay the Distribution Costs on commercially reasonable terms.
8. In order for First Ontario to comply with section 2.1 of the National Instrument, First Ontario would have to increase the fees payable to the Manager in an amount equal to the actual cost to the Manager of paying such Distribution Costs. This would represent a significant increase in the fees payable to the Manager over the fees described in each prospectus First Ontario has filed with the Commission since its original prospectus dated January 31, 1995.
9. First Ontario complies with all other provisions of the National Instrument. In particular, all Distribution Costs paid by it will be compensation permitted to be paid to

participating dealers under the National Instrument. The trailing commissions to be paid by the Manager will be paid in compliance with the National Instrument.

10. First Ontario first filed its Application for this Exemption in April 1998 and was advised as to staff's recommendation to the Commission at that time.

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

NOW THEREFORE pursuant to section 9.1 of the National Instrument, the Commission hereby exempts First Ontario from section 2.1 of the National Instrument effective from May 1, 1998 to the extent that section 2.1 prohibits a mutual fund from making payments or providing benefits of the nature contemplated in the National Instrument, to permit First Ontario to pay the Distribution Costs, provided the Distribution Costs are permitted by, and otherwise paid in accordance with, the National Instrument.

January 21st, 2000.

"Howard I. Wetston"

"Robert W. Davis"

2.3 Rulings

2.3.1 Guelph Curling Club Limited - ss. 74(1)

Headnote

Subsection 74(1) - issuance of shares to members of curling league not subject to sections 25 or 53 of the Act - first trade subject to subsection 72(5) of the Act.

Statutes Cited

Securities Act, R.S.O. 1990, c.S.5, as am. ss. 25, 35(2)(7), 35(2)(10), 53, 72(5), 74(11).

Rules Cited

Ontario Securities Commission Rule 14-501 - Definitions, as amended.

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

AND

**IN THE MATTER OF
THE GUELPH CURLING CLUB LIMITED**

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

Upon the application of The Guelph Curling Club Limited (the "Corporation") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to subsection 74(1) of the Act that the issuance by the Corporation of common shares of the Corporation (the "Shares") to individuals that are members in a curling league run by the Corporation ("Club Members") not be subject to sections 25 or 53 of the Act, subject to certain conditions;

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

AND UPON the Corporation representing to the Commission that:

1. The Corporation was created by Letters Patent issued by the Province of Ontario on October 15, 1947 and was originally named the Victoria Rink (Guelph) Limited. The Corporation's name was changed by Supplementary Letters Patent on February 27, 1956 to The Guelph Curling Club Limited. The Corporation's principal office is located in Guelph, Ontario.
2. The Corporation is not a private company within the meaning of the Act, is not and has no intention of becoming, a reporting issuer in Ontario, and its Shares are not listed on any stock exchange or over the counter market.
3. The authorized capital of the Corporation consists of an unlimited number of Shares of which, as at January 20, 2000, approximately 1300 were issued and are outstanding.

4. Only Club Members will be permitted to subscribe for Shares.
5. The Articles of the Corporation (the "Articles") provide that no person may hold more than two (2) Shares unless said Shares were acquired prior to June 28, 1989.
6. The Board of Directors of the Corporation passed by-law 34 ("By-Law 34") by way of special resolution dated November 15, 1999. By-law 34 states that the Corporation may not issue a Share for consideration greater than seventy-five (75) Canadian Dollars. In order to remain effective, By-law 34 must be ratified by the Corporation's shareholders at its next annual meeting.
7. The Corporation cannot rely on the registration exemptions contained in paragraphs, 35(2)7 and 35(2)10 of the Act or the corresponding prospectus exemptions thereto.

AND UPON the Commission being satisfied that granting this ruling would not be prejudicial to the public interest;

IT IS RULED pursuant to subsection 74(1) of the Act that the issuance by the Corporation of Shares to Club Members is not subject to sections 25 and 53 of the Act, provided that:

- A. the first trade in the Shares acquired pursuant to this ruling by the Club Members shall be a distribution, unless such first trade is made in accordance with the provisions of subsection 72(5) of the Act except that for these purposes it shall not be necessary to satisfy the requirement in clause 72(5)(a) that the issuer not be in default of any requirement of the Act or the regulations if the seller is not in a special relationship with the Corporation, or, if the seller is in a special relationship with the Corporation, the seller has reasonable grounds to believe that the issuer is not in default under the Act or the regulations, where, for these purposes, "special relationship" shall have the same meaning as in Commission Rule 14-501 "Definitions", as if the Shares had been acquired by the Club Members pursuant to an exemption referred to in subsection 72(5) of the Act;
- B. prior to a Club Member subscribing for Shares, the Corporation shall deliver to the Club Member a copy of this ruling together with a copy of the Letters Patent and Supplementary Letters Patent, a subscription agreement and a statement to the effect that, as a consequence of this ruling, certain protections, rights and remedies provided by the Act, including statutory rights of rescission and/or damages, will be unavailable to the Club Member, and that there are certain restrictions imposed on the disposition of the Shares; and
- C. By-law 34 is ratified by the Corporation's Shareholders at the Corporation's next annual general meeting.

The exemptions contained in this Ruling shall cease to be effective if any one of the provisions of the articles or by-

laws relevant to the exemptions granted herein are amended in any material respect without written notice to, and consent of, the Commission.

February 11th, 2000.

"J. A. Geller"

"R. Stephen Paddon"

2.3.2 Queensway Financial Holdings Limited - s. 74(1)

Headnote

Subsection 74(1) - issuance of option to acquire common shares of issuer to sophisticated purchaser exempt from sections 25 and 53; first trades of shares on exercise of option subject to s. 6.4 of Rule 45-501 as if option acquired under section 72(4) trade.

Statutes Cited

Securities Act, R.S.O. 1990, c.S.5, as am., ss. 25, 35(1)12.iii, 53, 72(1)(f)(iii), 72(4), 74(1).

Rule Cited

Rule 45-501 Exempt Distributions.

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

AND

IN THE MATTER OF
QUEENSWAY FINANCIAL HOLDINGS LIMITED

RULING (Section 74(1))

UPON the application of Queensway Financial Holdings Limited ("Queensway") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to subsection 74(1) of the Act that the grant of an option to acquire common shares of Queensway are not subject to sections 25 and 53 of the Act, subject to certain terms and conditions;

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

AND UPON Queensway having represented to the Commission that:

1. Queensway is a corporation incorporated under the *Business Corporations Act* (Ontario). The authorized capital of Queensway consists of an unlimited number of common shares ("Common Shares") and an unlimited number of Class A preferred shares of which, as of the close of business on January 18, 2000, 13,080,414 Common Shares and 41,735 Series 1, Class A preferred shares were issued and outstanding;
2. Queensway is a reporting issuer under the Act and is not in default of any of the requirements of the Act or the regulation thereunder ("Regulation"). Queensway is also a reporting issuer or has comparable status in each of the other provinces of Canada;
3. The Common Shares are listed and posted for trading on the facilities of The Toronto Stock Exchange ("TSE");

4. Trilon Bancorp inc. ("Trilon") is a corporation incorporated under the *Business Corporations Act* (Ontario), and is a wholly-owned subsidiary of Trilon Financial Corporation ("Trilon Financial"). Trilon Financial is a corporation continued under the *Business Corporations Act* (Ontario), and is a reporting issuer within the meaning of the Act and has comparable status in each of the other provinces of Canada. Trilon Financial's outstanding Class A Shares, Class I Preferred Shares Series A and Class II Series Two and Series Three Shares are listed and posted for trading on The Toronto Stock Exchange;
5. Trilon Financial is a Canadian financial and management services company which, directly and through its subsidiaries, provides institutional and corporate clients and high net worth individuals with a broad range of financial, advisory and management services;
6. As at December 31, 1999, the approximate value of the total assets of Trilon Financial and its subsidiaries was \$3.5 billion;
7. Trilon Securities Corporation, another wholly-owned subsidiary of Trilon Financial, is registered under the Act as a dealer in the categories of broker and investment dealer;
8. Trilon intends to apply to the Commission for recognition as an exempt purchaser;
9. Trilon is an arm's length party to Queensway;
10. Pursuant to arm's length negotiations between Queensway and Trilon, Trilon agreed to make a loan to Queensway (or to arrange or syndicate a loan) (the "Loan") subject to the following:
 - (i) Queensway granting certain security to Trilon to secure the Loan; and
 - (ii) Queensway granting to Trilon an option (the "Option") to acquire up to 600,000 Common Shares (the "Optioned Shares");
11. Assuming the full exercise of the Option and the issuance of all of the Optioned Shares, the issuance of such shares will not materially affect control of Queensway;
12. Trilon does not currently own any Common Shares;
13. Other than as described in the documents relating to the Loan, Queensway will not be providing any financial assistance or other incentive to Trilon in connection with the exercise of the Option and no voting trust or similar agreement has or will be entered into by Queensway or any of its affiliates with Trilon;
14. The TSE has conditionally approved the grant of the Option and the listing of the Optioned Shares, subject to the filing of customary documentation;

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

IT IS RULED pursuant to subsection 74(1) of the Act that, provided that the trade comprising the grant of the Option and the trade comprising the issuance by Queensway to Trilon of the Optioned Shares on the exercise of the Option, respectively, are not subject to section 25 or 53 of the Act provided that the first trade in the Optioned Shares acquired pursuant to this ruling is made in accordance with section 6.4 of Rule 45-501 - Prospectus Exempt Distributions (the "Rule") as if the Option had been acquired by Trilon under a 72(4) trade (as defined in the Rule).

February 4th, 2000.

"Howard I. Wetston"

"R. Stephen Paddon"

2.3.3 St. Lawrence Cement Inc. and St. Lawrence Cement Group Inc. - ss. 74(1) and ss. 59(1) of Schedule 1

Headnote

Subsection 74(1) - First trade in certain securities of an issuer issued in connection with a three cornered amalgamation shall be exempt from section 53 of the Act subject to compliance with the resale provisions of 6.6 of Rule 45-501 other than the 12 month reporting issuer period.

Subsection 59(1) of Schedule 1 - issuer exempt from payment of fee in connection with three cornered amalgamation where amalgamation was done solely to facilitate continuation of issuer to another jurisdiction - no change in beneficial ownership of securities - issuer did not receive any proceeds from the distribution.

Statutes Cited

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

Regulations Cited

Regulation made under the Securities Act, R.R.O. 1990, Reg. 1015, as am., ss. 27(3) and 59(1) of Schedule 1.

Rules Cited

Ontario Securities Commission Rule 45-501 - Exempt Distributions.

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

AND

**IN THE MATTER OF
ST. LAWRENCE CEMENT INC.**

AND

**IN THE MATTER OF
ST. LAWRENCE CEMENT GROUP INC.**

**RULING AND EXEMPTION
(Subsection 74(1) and Subsection 59(1) of Schedule 1)**

UPON the application of St. Lawrence Cement Inc. ("St. Lawrence") and St. Lawrence Cement Group Inc. ("SLC Group") to the Ontario Securities Commission (the "Commission") for rulings (i) pursuant to subsection 74(1) of the Act, that the first trade in the shares ("SLC Group shares") of SLC Group acquired in the Amalgamation (hereinafter defined) shall not be subject to section 53 of the Act, and (ii) pursuant to section 59(1) of Schedule 1 to the Regulation under the *Securities Act* (Ontario) (the "Act") exempting SLC Group from the payment of the fee otherwise payable under subsection 23(3) of Schedule 1 in connection with the distribution by SLC Group of SLC Group shares effected in reliance on the exemption from the prospectus requirements of the Act contained in section 2.8 of Ontario Securities

Commission Rule 45-501- *Exempt Distributions* ("Rule 45-501");

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

AND UPON St. Lawrence and SLC Group having represented to the Commission that:

1. St. Lawrence Cement Inc. is a Quebec company continued under Part 1A of the *Companies Act* (Quebec);
2. The authorized share capital of St. Lawrence consists of:
 - (a) an unlimited number of Class A subordinate voting shares ("St. Lawrence Class A Shares") carrying one vote each;
 - (b) an unlimited number of Class B Shares, carrying three votes each;
 - (c) an unlimited number of Class 1 special non-voting shares ("Class 1 Special Shares");
 - (d) an unlimited number of Class 2 special non-voting shares (the "Class 2 Special Shares" and, together with the Class 1 Special Shares, "Special Shares"); and
 - (e) an unlimited number of first ranking preferred shares and an unlimited number of second ranking preferred shares (collectively, the "Preferred Shares").
3. As of December 22, 1999, St. Lawrence had outstanding 27,048,120 Class A Shares, 15,252,848 Class B Shares, 866,350 Special Shares and 280,070 non-voting first ranking 7% cumulative Preferred Shares.
4. St. Lawrence is a reporting issuer in the Provinces of Quebec, Ontario and Nova Scotia.
5. The St. Lawrence Class A shares are listed on the Montreal Exchange and The Toronto Stock Exchange.
6. St. Lawrence has determined to change its corporate jurisdiction from Quebec to Canada.
7. The *Companies Act* (Quebec) does not contain a mechanism by which a corporation can continue directly to another corporate jurisdiction. In order to achieve its desired result, St. Lawrence effected a "three cornered amalgamation" (the "Amalgamation") pursuant to which a wholly-owned Quebec subsidiary of SLC Group amalgamated with St. Lawrence under the *Companies Act* (Quebec) and shareholders of St. Lawrence received shares of SLC Group in exchange for their shares of St. Lawrence on the basis of one share of the relevant class of shares of SLC Group for each share of the corresponding class of St. Lawrence. The amalgamated entity is a wholly-owned subsidiary of SLC Group.

8. The shareholders of St. Lawrence confirmed the by-law of amalgamation at the annual and special meeting of shareholders of St. Lawrence held on May 11, 1999 by more than 99% of the votes cast at the meeting.
9. In connection with the Amalgamation, SLC Group issued its shares in exchange for the St. Lawrence Class A Shares pursuant to the registration and prospectus exemptions contained in section 2.8 of Rule 45-501.
10. The Class A subordinate voting shares of SLC Group issued in exchange for the St. Lawrence Class A Shares in the Amalgamation have been listed by way of substitutional listing on the Montreal Exchange and The Toronto Stock Exchange.
11. SLC Group was incorporated under the *Canada Business Corporations Act* on March 5, 1998 for the purpose of completing the Amalgamation and was a shell corporation until completion of the Amalgamation on January 1, 2000.
12. The authorized capital of SLC Group will be identical in substance to the authorized capital of St. Lawrence.
13. SLC Group is not a reporting issuer in any jurisdiction in Canada.
14. SLC Group will not receive any proceeds from the issuance of its shares in the Amalgamation.
15. Section 6.6 of Rule 45-501 provides that a person or company may trade in the security acquired under section 2.8 of the Rule only (a) under a prospectus, (b) under an exemption from section 53 of the Act, or (c) if, *inter alia*, at the time of the trade the issuer of the security is a reporting issuer and has been a reporting issuer for at least 12 months, or in the case of securities acquired under section 2.8, one of the amalgamating issuers has been a reporting issuer for 12 months. St. Lawrence is such a reporting issuer but SLC Group is not. In the absence of the ruling requested, it will be necessary to maintain St. Lawrence as a reporting issuer for a minimum of 12 months from January 1, 2000 in order for the former shareholders of St. Lawrence to avail themselves of the exemption.
16. By letter dated December 22, 1999, the undersigned filed with the Commission the letter contemplated by clause 7.6(b) of Rule 45-501.
17. Unless the relief sought pursuant to subsection 59(1) of Schedule 1 is granted, SLC Group will have to pay a fee in excess of \$56,000 in respect of the Amalgamation, calculated in accordance with the formula prescribed in clause 23(3)(b) of Schedule 1.

AND UPON St. Lawrence and SLC Group having provided the Commission with a verification of the facts set forth above.

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 the first trade in SLC Group shares acquired pursuant to the Amalgamation shall not be subject to section 53 of the Act, provided that such first trade is made in accordance with the provisions of section 6.6 of Rule 45-501 except for the provision in clause 6.6(c)(i) thereof requiring SLC Group to be a reporting issuer for at least 12 months at the time of such trade.

AND IT IS FURTHER RULED, pursuant to subsection 59(1) of Schedule 1, that SLC Group is exempt from the requirement to pay the fee calculated pursuant to clause 23(3)(b) of Schedule 1, provided that the minimum fee of \$100 is paid.

February 11th, 2000.

"J. A. Geller"

"R. Stephen Paddon"

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Chapter 3

Reasons: Decisions, Orders and Rulings

3.1 Reasons

3.1.1 YBM Magnex International Inc. et al.

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

AND

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)

Decision and Reasons on Motion for Particulars

Hearing: January 27, 2000

Panel:	Howard I. Wetston, Q.C.	-	Chair
	Derek Brown	-	Commissioner
	Morley P. Carscallen, F.C.A.	-	Commissioner
Counsel:	Jay Naster	-	For the Staff of the Ontario Securities Commission
Counsel:	Brian P. Bellmore	-	For Daniel E. Gatti
	Karen Mitchell		
	James D.G. Douglas	-	For R. Owen Mitchell
	David Di Paolo		
	John Keefe	-	For Griffiths McBurney & Partners
	Paul Le Vay	-	For Frank S. Greenwald and Harry W. Antes
	Megan E. Petrie	-	For Jacob G. Bogatin
	Mike Petrocco	-	For National Bank Financial Corp.
	Len Zacher	-	For YBM Magnex

DECISION AND REASONS

BACKGROUND

A Notice of Hearing and Statement of Allegations, dated November 1, 1999 were issued to the following 13 parties pursuant to s.127 of the *Securities Act* (the "Act"): YBM Magnex International Inc. ("YBM"), 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, and National Bank Financial Corp, formerly known as First Marathon Securities Limited ("FMSL").

Notices of Motion, for further particulars, were filed on behalf of Messrs. Mitchell, and Gatti; and supported on behalf of Messrs. Greenwald, and Antes (collectively, the "Motion Applicants"). The motion for particulars was heard on January 27, 2000. Mr. Bellmore also requested an order for disclosure respecting persons interviewed by staff. By letter dated January 11, 2000, Mr. Naster advised that:

With three exceptions, you now have all the names of all such persons, and the notes or transcriptions of those interviews. The three exceptions relate to people in respect of whom we are seeking the appropriate authorizations to make disclosure. We expect to be able to disclose the names of these people and the transcription of their interviews shortly. To this extent, we do not oppose the order you seek for disclosure respecting those people who have been interviewed. Furthermore, as part of our continuing obligations with respect to disclosure, in the event that Staff interview any other persons, we will of course make disclosure of those interviews.

Mr. Wilder did not participate in this motion and has brought an application in the nature of prohibition and certiorari which is to be heard on February 15, 2000 in the Divisional Court. On January 21, 2000, the Notice of Application in the Divisional Court was amended and the second ground of "alleged bias, partiality and unfairness arising out of the prospectus receipt process in 1997" was withdrawn.

The Statement of Allegations alleges the following:

- c) that each of Antes, Bogatin, Davies, Fisherman, Greenwald, Mitchell, Peterson, Schmidt and Gatti, authorized, permitted or acquiesced in YBM failing to make full, true and plain disclosure in YBM's 1997 preliminary prospectus and final prospectus of material facts respecting the Special (Independent) Committee created by the Board of Directors of YBM on August 29, 1996. In so doing, each of Antes, Bogatin, Davies, Fisherman, Greenwald, Mitchell, Peterson, Schmidt and Gatti acted in a manner contrary to the public interest.
- d) that each of Antes, Bogatin, Fisherman, Greenwald, Mitchell and Gatti authorized, permitted or acquiesced in YBM failing to comply with YBM's continuous disclosure obligations by

not issuing a news release forthwith disclosing that YBM's auditor had notified YBM, by no later than April 20, 1998, that it had decided not to perform any further services for YBM, including the rendering of an audit opinion in respect of YBM's 1997 financial statements, until YBM had completed an in-depth forensic investigation addressing specific concerns to the satisfaction of the auditor. In so doing, each of Antes, Bogatin, Davies, Fisherman, Greenwald, Mitchell, Peterson, Schmidt and Gatti acted in a manner contrary to the public interest.

The Motion Applicants contend that in order to defend themselves against the Commission's allegations they require particulars of the specific material facts respecting the mandate, information obtained by and findings of the Special (Independent) Committee (the "Special Committee") of the Board of Directors of YBM which the Commission says YBM was required to disclose in the preliminary prospectus and final prospectus. The Motion Applicants also request further particulars as to the manner in which the advice received by YBM from Deloitte & Touche on or before April 20, 1998 changed the business, operations or capital of YBM or was a change in the business, operations or capital of YBM. Mr. Bellmore additionally requests particulars of the provisions of "Ontario securities laws" which Mr. Gatti is alleged to have violated.

LEGAL PRINCIPLES

In a hearing of this nature, fairness requires sufficient particularization of the allegations to define the issues, prevent surprise and to enable the parties to prepare for the hearing; *Re Takahashi and College of Physicians and Surgeons of Ontario* (1979), 102 D.L.R. (3d) 695, 26 O.R. (2d) 353 (Div. Ct.); *Re Finch and Association of Professional Engineers and Geoscientists of British Columbia* (1994) 114 D.L.R. (4th) 292 (B.C. C.A.); *Jory v. College of Physicians and Surgeons of British Columbia* (December 13, 1985), Vancouver A850601; *Re Ryckman* (5 July 1995), 10 C.C.L.S. 38 (ASC). Given that there is no formal discovery in a hearing of this nature, sufficient particularization is necessary to accomplish the above purposes. We note also that particulars are required to inform the motion applicants of the nature of the case they have to meet as distinguished from the mode in which the case is to proceed.

As stated in our Decision and Reasons on the Motion for Disclosure dated January 25, 2000, it would be inappropriate, given our public interest jurisdiction to treat the Notice of Hearing and Statement of Allegations as a criminal information or indictment. Moreover, in a hearing of this nature, particulars cannot bind counsel for Staff to formal proof thereof, as in a criminal case.

Madam Justice McLachlin, as she then was, commented on the nature of particulars in *Jory, supra*, at 8-9:

Particulars relate to facts, not law. The question of whether or not conduct constitutes unprofessional misconduct is ultimately a legal and ethical question which the legislature has left to the committee and the council: s.50(1).

The Supreme Court distinguished between a question of fact, a question of mixed law and fact and a question of law in *Canada (Director of Investigation and Research, Competition Act) v. Southam Inc.* [1997] 1 S.C.R. 748 (S.C.C.) (Q.L.) at para. 35-37:

Briefly stated, questions of law are questions about what the correct legal test is; questions of fact are questions about what actually took place between the parties; and questions of mixed law and fact are questions about whether the facts satisfy the legal tests.

We have referred to the *Southam, supra*, in order to provide a framework for our consideration as to whether the Motion Applicants are indeed seeking more facts or whether the request is more in the nature of particulars of law or mixed fact and law. In addition, we note that counsel for Staff is not obligated to particularize evidence, its theory of the case or the mode in which it is to proceed.

ANALYSIS

Staff allege that the directors and officers of YBM authorized, permitted or acquiesced in YBM failing to make full, true and plain disclosure in YBM's 1997 preliminary prospectus and final prospectus of material facts respecting the Special (Independent) Committee created by the Board of Directors of YBM on August 29, 1996. In this regard, the Motion Applicants submit that the material facts are too broadly stated and that the Motion Applicants must guess at which are the material facts. We disagree.

The Motion Applicants have been provided with sufficient particularization regarding the factual basis for Staff's allegation of a failure to make full, true and plain disclosure as regards each individual applicant. Mr. Naster submitted in argument that what is material is information respecting the mandate, the information obtained by and the findings of the Special Committee. He submitted that if it does not relate to the findings of the Special Committee of the YBM board of directors, then it is not within the scope of Staff's allegation of materiality. In our opinion the facts and circumstances are sufficiently particularized to allow for their preparation for the hearing.

Staff also allege that the directors and officers of YBM authorized, permitted or acquiesced in YBM failing to comply with YBM's continuous disclosure obligations by not issuing a news release disclosing that YBM's auditor had notified YBM that it had decided not to perform any further services for YBM. In this regard, the Motion Applicants submit that there is insufficient specificity because the Statement of Allegations does not indicate "how" the advice provided constitutes a material change. Again, we disagree. Whether this advice constitutes a material change is likely a question of law, or perhaps a question of mixed fact and law. As stated in *Jory, supra*, particulars relate to facts, not law.

However, with regard to Mr. Gatti, we are of the view that the particularization of this allegation is inadequate. Staff contend that the allegations are based upon violations of Ontario securities law, including the failure to file a news release regarding a material change. S.122(3) provides that every director or officer of a company or of a person other than an

individual who authorizes, permits or acquiesces in the commission of an offence under sub(1) is guilty of an offence. However, Staff has elected to proceed by notice of hearing under the public interest provision, s.127. Staff alleges that Mr. Gatti has violated the continuous disclosure provisions by authorizing permitting or acquiescing in YBM's failure to comply. The Statement of Allegations does not disclose any particulars with respect to Mr. Gatti's conduct after April 7, 1998. Given the nature of the allegations against him, further particulars are required with respect to his conduct regarding YBM's failure to comply with the continuous disclosure obligations in the time period between April 7, 1998 and the date of the issuance of the cease trade order, May 13, 1998.

Mr. Bellmore additionally requests particulars of the specific provisions of "Ontario Securities laws" which Mr. Gatti is alleged to have violated. Given the highly specific language of the allegations contained in the Statement of Allegations, we are of the view that Mr. Gatti has sufficient notice of the case he must meet.

DECISION

The principles of natural justice require that the allegations be sufficiently particularized. Staff shall provide Mr. Gatti with further particulars as to his conduct between April 7, 1998 and May 13, 1998 concerning Staff's allegation that the directors and officers of YBM authorized, permitted or acquiesced in YBM failing to comply with YBM's continuous disclosure obligations by not issuing a news release disclosing that YBM's auditor had notified YBM that it had decided not to perform any further services for YBM. In all other respects, we are of the opinion that the Statement of Allegations sufficiently particularizes the allegations so as to define the issues and to enable them to prepare for the hearing. The allegations are particularized both as to the facts that give rise to conduct regarding YBM's failure to disclose and by whom. Individual conduct regarding YBM's failure to disclose is alleged to give rise to certain violations. In our opinion the particulars are specific and independent enough to define the issues and for the Motion Applicants to prepare for the hearing.

It is also ordered that Staff provide the names of all persons interviewed in the course of Staff's investigation into this matter and the notes and transcriptions of all such interviews, including the names of persons interviewed and transcriptions of interviews in respect of whom Staff is seeking the appropriate authorization to make disclosure, at such time as Staff receives the appropriate authorization.

February 11th, 2000.

"Howard I. Wetston"

"Morley P. Carscallen"

"Derek Brown"

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Chapter 4

Cease Trading Orders

4.1 Temporary Orders

4.1.1 Macdonald Oil Exploration Ltd. - Par. 127(1)2 and ss. 127(5)

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

AND

IN THE MATTER OF
MACDONALD OIL EXPLORATION LTD.

TEMPORARY ORDER
(Paragraph 127(1)2 and subsection 127(5))

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

1. MacDonald Oil Exploration Ltd. ("MacDonald Oil") is a reporting issuer whose securities are being traded in Ontario;
2. Frank C. Smeenk, Mario A. Miranda, Allan C. Kent and Cubacan Exploration Inc. (collectively, the "Respondents") are insiders of MacDonald Oil;
3. MacDonald Oil failed to file its annual audited financial statements for its financial year ending August 31, 1999 (the "1999 Annual Statements") on or before January 18, 2000, contrary to subsection 78(1) of the Act;
4. MacDonald Oil has not filed the 1999 Annual Statements as of the date of this Order;

AND WHEREAS the Commission is of the opinion that it is in the public interest to make this Order;

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

AND WHEREAS by Commission Order made February 17, 1999 pursuant to subsection 3.5(3) of the Act, any one of David A. Brown, John A. Geller and Howard Wetston, acting alone, is authorized to make orders under section 127 of the Act;

IT IS ORDERED pursuant to paragraph 2 of subsection 127(1) and subsection 127(5) of the Act that all trading by the Respondents in the securities of MacDonald Oil cease for a period of fifteen days from the date hereof unless this Order is extended.

February 2nd, 2000.

"J. A. Geller"

Cease Trading Orders

4.2.1 Temporary Cease Trading Orders

Company Name	Date of Order or Temporary Order	Date of Hearing	Date of Extending Order	Date of Rescinding Order
Lenox Polymers Limited	Feb 8/2000	Feb 21/2000	—	---

Chapter 5
Rules and Policies

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Chapter 6

Request for Comments

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Chapter 7

Insider Reporting

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

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

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

Chapter 8

Notice of Exempt Financings

Exempt Financings

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

Reports of Trades Submitted on Form 45-501f1

<u>Trans. Date</u>	<u>Security</u>	<u>Price (\$)</u>	<u>Amount</u>
02Feb00	407 International Inc. - Series 00-A1 Bonds	252,573,750	325,000,000
24Jan00	Aastra Technologies Limited - Special Warrants	44,012,500	44,012,500
27Jan00	Aastra Technologies Limited - Special Warrants	1,003,125	72,500
31Dec99	AGF Canadian Stock Fund - Series I Units	49,136,268	49,136,268
31Dec99	AGF Canadian High Income Fund - Series I Units	29,379,960	29,379,960
31Dec99	AGF Canadian Growth & Income Fund - Series I Units	105,967,037	105,967,037
31Dec99	AGF Canadian Bond Fund - Series I Units	114,985,713	114,985,713
31Dec99	AGF International Group Limited - International Stock Class - Series I Shares	4,247,843	4,247,843
31Dec99	AGF International Group - American Growth Class - Series I Shares	600,395,137	600,395,137
31Dec99	AGF RSP American Growth Fund - Series I Units	5,336,599	5,336,599
17Jan00	Astound Incorporated - Units	517,924	449,900
15Dec99	Barclays Global Investors Canada Limited Universe Bond Index Fund - Units	6,990,875	587,599
07Oct99	Barclays Global Investors Canada Limited EAFE Equity Index Fund Canada - Units	74,077	7,189
06Dec99 to 31Dec99	Barclays Global Investors Canada Limited Unhedged Synthetic US Equity Index Fund Taxable - Units	3,880,922	188,452

Notice of Exempt Financings

<u>Trans. Date</u>	<u>Security</u>	<u>Price (\$)</u>	<u>Amount</u>
06Dec99 to 31Dec99	Barclays Global Investors Canada Limited EAFE Equity Index Fund Canada - Units	300,207	26,528
18Aug99	Barclays Global Investors Canada Limited EAFE Equity Index Fund Canada - Units	21,285	2,117
03Nov99	Barclays Global Investors Canada Limited EAFE Equity Index Fund Canada - Units	35,464	3,369
06Dec99 to 31Dec99	Barclays Global Investors Canada Limited Daily TSE 300 Equity Index Fund	1,113,315	98,496
07Dec99 to 31Dec99	Barclays Global Investors Canada Limited Income Oriented Balanced Index Fund - Units	513,271	49,811
06Dec99 to 31Dec99	Barclays Global Investors Canada Limited Aggressive Oriented Balanced Index Fund - Units	160,641	14,500
08Dec99 to 31Dec99	Barclays Global Investors Canada Limited Daily Universe Bond Index Fund - Units	272,386	26,665
15Dec99	Barclays Global Investors N.A. US Equity Index Funds B - Units	26,801	103
07Dec99 to 31Dec99	Barclays Global Investors Canada Limited - Oriented Balanced Index Fund - Units	131,598	12,207
25Jan00	Birch Mountain Resources Ltd. - Common Shares	1,590,000	600,000
14Jan00	BPI American Opportunities Fund - Units	757,700	6,777
21Jan00	BPI American Opportunities Fund - Units	745,586	6,260
14Jan00	BPI Global Opportunities Fund - Units	1,023,497	41,775
14Jan00	BPI Global Opportunities III Fund - Units	8,236,278	75,057
21Jan00	BPI Global Opportunities III Fund - Units	6,365,794	55,791
21Jan00	BPI Global Opportunities Fund - Units	458,586	17,948
31Dec99	Breakwater Resources Ltd. - Flow- Through Common Shares	703,000	185,000
31Dec99	Canadian 88 Energy Corp. - Common Shares	3,000,000	923,077
24Jan00	# Canmine Resources Corporation - Units	375,272	833,938
31Jan00	CC&L Balanced Fund -	726,637	60,840
06Jan00	Charter Communications, Inc. - 10.25% Senior Notes due 2010	US\$14,700,000	\$14,700,000
24Jan00	ChondroGene Inc. - Special Shares	399,680	960,770
31May99	CMBS I Trust - Medium Term Series 1998-1 Notes due May 24, 2011	\$9,109,064	\$1
25Jan00	Core Networks Incorporated - Class A Preference Shares	2,700,000	3,375,000
20Jan00	Ditek Software Corp. - Special Warrants	4,922,557	1,969,023
21Jan00	Doreal Energy Corporation - Units	184,458	92,229
28Jan00	EcomPark Inc. - Special Warrants	2,100,000	2,100,000
31Dec99	Equity International Investment Trust - Units	1,886	85

Notice of Exempt Financings

<u>Trans. Date</u>	<u>Security</u>	<u>Price (\$)</u>	<u>Amount</u>
14Jan00	Equity International Investment Trust - Units	1,795	576
31Dec99	Eurogas Corporation - Flow-Through Common Shares	248,400	920,000
31Jan00	Excalibur Harvest Canadian Fund - Units	150,000	15,514
31Jan00	Faces Inc. -	2,500,000	2
14Jan00	Fleming Canada Offshore Select Trust - Units	259	713
31Dec99	Fleming Canada Offshore Select Trust - Units	262	684
31Jan00	HealthGate Data Corp. - Shares	1,356,872	85,000
20Jan00	Heart Partners Limited Partnership, The - Limited Partnership Units	85,000	85,000
01Jan99 to 31Dec99	Highstreet Balanced Fund - Units	41,386,052	3,798,181
01Jan99 to 31Dec99	Highstreet Canadian Equity Fund - Units	2,348,056	202,191
01Jan99 to 31Dec99	Highstreet Canadian Index Bond Fund - Units	2,560,524	253,345
01Jan99 to 31Dec99	Highstreet U.S. Long/Short Fund - Units	702,890	70,289
01Jan99 to 31Dec99	Hightstreet US Equity Fund - Units	4,600,549	393,273
20Jan00	International Bank of Reconstruction & Development - 7.00% Global Notes due January 27, 2005	US\$99,494,000	\$100,000
01Feb00	Intrawest Corporation - 10.50% Senior Notes due February 1, 2010	US\$2,954,370	\$3,000,000
31Dec99	Kicking Horse Resources Ltd. - Flow-Through Special Warrants	1,055,000	2,110,000
31Jan00	Legget Drive Property Limited Partnership - Units	50,000	2
26Jan00	Lifepoints Achievement Fund, Lifepoints Progress Fund, Lifepoints Opportunity Fund, Russell Canadian Equity Fund, Russell Canadian Fixed Income Fund, Russell Global Equity Fund - Units	50,273	426
18Jan00	Lifepoints Achievement Fund, Lifepoints Progress Fund, Lifepoints Opportunity Fund - Units	150,503	1,302
19Jan00	Lifepoints Achievement Fund, Lifepoints Opportunity Fund, Lifepoints Proppress Fund - Units	1,202	10
18Jan00	Lifepoints Achievement Fund, Lifepoints Progress Fund, Lifepoints Opportunity Fund, Russell Canadian Equity Fund - Units	32,145	265

Notice of Exempt Financings

<u>Trans. Date</u>	<u>Security</u>	<u>Price (\$)</u>	<u>Amount</u>
18Jan00	Lifepoints Achievement Fund, Lifepoints Opportunity Fund, Lifepoints Progress Fund - Units	12,365	108
24Jan00	Lifepoints Achievement Fund, Lifepoints Progress Fund, Lifepoints Opportunity Fund, Russell Canadian Equity Fund, Russell Canadian Fixed Income Fund, Russell Global Equity Fund - Units	3,934	32
20Jan00	Lifepoints Achievement Fund, Lifepoints Progress Fund - Units	5,629	53
24Jan00	Lifepoints Achievement Fund, Lifepoints Progress Fund, Lifepoints Opportunity Fund, Russell Overseas Equity Fund - Units	21,644	196
28Jan00	Lifepoints Achievement Fund, Lifepoints Progress Fund, Lifepoints Opportunity Fund, Russell Canadian Equity Fund, Russell Canadian Fixed Income Fund, Russell Global Equity Fund - Units	54,393	448
25Jan00	Lifepoints Opportunity Fund, Russell Canadian Equity Fund, Russell Global Equity Fund - Units	556	4
28Jan00	Lifepoints Progress Fund, Lifepoints Opportunity Fund, Russell Canadian Fixed Income Fund, Russell Canadian Equity Fund, Russell Global Equity Fund - Units	43,473	364
19Jan00	Lifepoints Progress Fund - Units	11,433	102
27Jan00	Lifepoints Progress Fund, Lifepoints Opportunity Fund - Units	25,374	222
01Jan00 to 31Dec00	McLean Budden Pooled Funds - Units	47,145,483	47,145,483
27Jan00	MGI Software Corp. - Special Warrants	18,250,000	730,000
24Jan00	# Neoforma.com, Inc. - Shares	US\$858,000	66,000
25Jan00	Netwell Holdings Inc. - Special Warrants	32,024,362	1,707,966
31Dec99	Petromin Resources Ltd. - Special Warrants	800,000	1,400,000
19Jan00	Pinnacle Holdings Inc. - Common Shares	US\$25,500	500
02Feb00	Precidia Technologies Inc. - Series A Preferred Shares	333,334	166,667
25Jan00 to 31Jan00	QSA™ Enterprise Fund -	666,342	40,648
25Jan00	Rebel.com Inc. - Series A Special Warrants	5,900,000	2,360,000
28Jan00	RightsMarket.com Inc. - Special Warrants	548,100	406,000
19Jan00	Rio Narcea Gold Mines, Ltd. - Common Shares	3,026,250	1,345,000
20Jan00	Russell Canadian Equity Fund, Russell Global Equity Fund - Units	18,078	145

Notice of Exempt Financings

<u>Trans. Date</u>	<u>Security</u>	<u>Price (\$)</u>	<u>Amount</u>
21Jan00	Russell Canadian Fixed Income Fund, Lifepoints Achievement Fund, Lifepoints Progress Fund, Lifepoints Opportunity Fund, Russell Canadian Equity Fund, Russell Global Equity Fund - Units	9,666	79
19Jan00	Russell Canadian Equity Fund, Russell Canadian Fixed Income Fund, Russell US Equity Fund, Russell Overseas Equity Fund, Lifepoints Opportunity Fund, Lifepoints Achievement Fund - Units	428,494	2,964
18Jan00	Russell Canadian Equity Fund, Russell Canadian Fixed Income Fund, Russell Overseas Equity Fund, Lifepoints Opportunity Fund, Lifepoints Achievement Fund - Units	279,153	1,922
20Jan00	Russell Canadian Equity Fund, Russell Canadian Fixed Income Fund, Russell US Equity Fund, Russell Overseas Equity Fund, Lifepoints Opportunity Fund, Lifepoints Achievement Fund - Units	169,749	1,116
18Jan00	Russell Canadian Equity Fund, Russell Canadian Fixed Income Fund, Russell U.S. Equity Fund, Russell Overseas Equity Fund - Units	438,000	3,176
24Jan00	Russell Canadian Equity Fund, Russell US Equity Fund, Russell Overseas Equity Fund, Lifepoints Opportunity Fund, Lifepoints Achievement Fund - Units	356,918	2,300
21Jan00	Russell Canadian Equity Fund, Russell Canadian Fixed Income Fund, Russ US Equity Fund, Russell Overseas Equity Fund, Lifepoints Opportunity Fund - Units	108,182	759
25Jan00	Russell Canadian Equity Fund, Russell US Equity Fund, Russell Overseas Equity Fund, Lifepoints Opportunity Fund, Lifepoints Achievement Fund - Units	305,002	2,080
26Jan00	Russell Canadian Equity Fund, Russell Canadian Fixed Income Fund, Russell US Equity Fund, Russell Overseas Equity Fund, Lifepoints Opportunity Fund, Lifepoints Achievement Fund - Units	151,690	1,096
28Jan00	Russell Canadian Equity Fund, Russell US Equity Fund, Russell Overseas Equity Fund, Lifepoints Opportunity Fund - Units	235,393	1,646
27Jan00	Russell Canadian Equity Fund, Russell Canadian Fixed Income Fund, Russell US Equity Fund, Russell Overseas Equity Fund, Lifepoints Achievement Fund - Units	310,626	2,005
25Jan00	Russell Global Equity Fund - Units	30,000	284
28Jan00	Russell Global Equity Fund - Units	68,639	653

Notice of Exempt Financings

<u>Trans. Date</u>	<u>Security</u>	<u>Price (\$)</u>	<u>Amount</u>
25Jan00	Russell U.S. Equity Fund - Unit	95	.63
16Nov99	SAFE Trust - Subordinated Medium Term Series 1996-1 Notes	\$1,557,286	\$3
30Dec99	Sextant Entertainment Group Inc. - Common Shares	26,253	17,502
16Nov99	SMART Trust - Subordinated Medium Term Notes	\$1,606,407	\$2
04Feb00	Stacey Investment Limited Partnership - Limited Partnership Units	300,027	16,174
01Feb00	Templeton International Equity Pension Trust Section - Units	28,300,000	5,660,000
24Jan00 to 28Jan00	Trimark Mutual Funds - Units (See Filing Document for Individual Fund Names)	5,084,326	580,615
20Jan00	VICAL, Inc. - Common Shares	US\$1,697,250	46,500

Resale of Securities - (Form 45-501f2)

<u>Date of Resale</u>	<u>Date of Orig. Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price (\$)</u>	<u>Amount</u>
11Jan00	10Mar98	Investors Group Trust Co. Ltd. as Trustee for Investors Canadian Small Cap II	Dundee Realty Corp. - Common Shares	9,432	7,000
24Jan00 to 31Jan00	23Jul97	Investors Group Trust Co. Ltd. as Trustee for Investors Canadian Small Cap	Dundee Realty Corp. - Common Shares	128,947	120,300
24Jan00 to 31Jan00	10Mar98	Investors Group Trust Co. Ltd. - as Trustee for Investor Canadian Small Cap II	Dundee Realty Corp. - Common Shares	20,687	19,300
11Jan00	10Mar98	Investors Group Trust Co. Ltd. as Trustee for Investors Canadian Small Cap	Dundee Realty Corp. - Common Shares	57,942	43,000
19Jan00	09Nov95	Science Applications International Corporation	Eco Eli Logic Inc. - Common Shares	32,500	32,500
30Dec99	17Jun99	Jarislowsky Fraser	Enbridge Pipelines Inc. - Coupons	1,971,683	4,600,000
16Dec99 to 24Jan00	06Jun95	Canadian Medical Discoveries Fund Inc.	StressGen Biotechnologies Corp. - Common Shares	10,789,135	3,106,746
20Jan00 to 24Jan00	24Dec98	MDS Health Ventures (PC) Inc.	StressGen Biotechnologies Corp. - Common Shares	2,188,668	634,643
20Jan00 to 24Jan00	24Dec98	MDS Health Vetures (TC) Inc.	StressGen Biotechnologies Corp. - Common Shares	1,343,093	389,454

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

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
Paros Enterprises Limited	Aktion Corporation - Common Shares	2,000,000
Melnick, Larry	Champion Gold Resources Inc. - Subordinate Voting Shares	98,824
Viceroy Resource Corporation	Channell Resources Ltd. - Common Shares	7,111,350
SHYAMTECH INC.	Eicon Technology Corporation - Common Shares	101,000
Estill, James A.	EMJ Data Systems Ltd. - Common Shares	18,100
Estill Holdings Limited	EMJ Data Systems Ltd. - Common Shares	1,500,000
171199 Canada Inc.	Gendis Inc. - Common Shares	200,000
SLMsoft.com Inc.	Infocorp Computer Solutions Ltd. - Common Shares	2,000,000
Xenotith Gold Limited	Kookaburra Resources Ltd. - Common Shares	309,600
Trennum, Paul & Duncan, Robert	Primenet Communications Inc. - Common Shares	300,000
S.E. Malouf Consulting Geologists Limited	Roxmark Mines Limited - Common Shares	20,082,943
Zinc Metal Corporation	Roxmark Mines Limited - Common Shares	20,082,943
Horwitz, Clifford A.	SAMSys Technologies Inc. - Common Shares	200,000
Faye, Michael	Spectra Inc. - Common Shares	250,000
Malion, Andrew	Spectra Inc. - Common Shares	250,000
Ludin, Adolf H.	Tenke Mining Corp. - Common Shares	2,150,000

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Chapter 9
Legislation

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IN THIS ISSUE

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Chapter 10

Public Filings

01 Communique Laboratory Inc.

News Release - Change of Directors/Officers** dated Feb. 3, 2000

1386517 Ontario Limited

Ruling/Order/Reasons 1154/99 dated Jan. 26, 2000

Application Pursuant to Section 182 of the Business Corp. Act 1154/99 dated Dec. 23, 1999

1st. Miracle Group Inc.

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

20/20 Canadian Resources Fund Limited

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

3634914 Canada Inc.

Offering Memorandum dated July 27, 1999
Private Placement (Form 45-501F1) dated Jan. 14, 2000

407 International Inc.

Application Under the Mutual Reliance Review System 138/00 dated Feb. 4, 2000

Preliminary Prospectus dated Feb. 3, 2000

French Preliminary Prospectus dated Feb. 3, 2000

Preliminary Prospectus dated Feb. 3, 2000

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

Prospectus/AIF Receipt - Quebec dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 4, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 4, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 4, 2000

Prospectus/AIF Receipt - NS dated Feb. 4, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 4, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 4, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 4, 2000

5-Year Protected Balance Index Fund

Application pursuant to paragraph 19.1 of NI 81-102 (Quebec) dated Feb. 1, 2000

5-Year Protected Balanced Index Fund

Application Pursuant to National Policy 12-201 100/00 dated Jan. 26, 2000

5-Year Protected Canadian Index Fund

Application Pursuant to National Policy 12-201 100/00 dated Jan. 26, 2000

Application pursuant to paragraph 19.1 of NI 81-102 (Quebec) dated Feb. 1, 2000

701.Com Corp.

Preliminary Prospectus dated Feb. 7, 2000

IPO - Initial Public Offering dated Feb. 7, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

724 Solutions Inc.

Ruling/Order/Reasons 1049/99 dated Jan. 27, 2000

828809 Alberta Ltd.

Application Pursuant to Subsection 127(1)2 068/00 dated Jan. 20, 2000

9052-9082 Quebec Inc.

News Release - C.T.O.-Cease Trade Order ** dated Feb. 1, 2000

@rgentum Canadian Equity Portfolio

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

@rgentum Canadian Performance Portfolio

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

@rgentum Group of Funds

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

A&B; GeoScience Corporation

Material Change Report - Other (Form 27) dated Jan. 26, 2000

A.C.T. Industrial Corporation

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

A.E. Ventures Ltd

Audited Annual Financial Statement Sep. 30, 1999

AADCO-industries.com inc.

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

Aastra Technologies Limited

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

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

Abaddon Resources Inc.

Material Change Report - Other (Form 27) dated Jan. 28, 2000

News Release - Development-Land/Project/Product ** dated Jan. 28, 2000

Aber Resources Ltd.

News Release - Agreement ** dated Feb. 7, 2000

Abstract Enterprises Corp.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

ABX Resources Inc.

Record Date/Meeting Date - 03/01/2000 - 04/07/2000 dated Feb. 7, 2000

ACD Systems International Inc.

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

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

Material Change Report - Other (Form 27) dated Feb. 2, 2000

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

News Release - Agreement ** dated Feb. 2, 2000

Acker Finley Asset Management Inc.

Application Under Subsection 74(1) and Section 147 113/00 dated Jan. 28, 2000

ActFit.com Inc.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

News Release - Contract ** dated Jan. 31, 2000

News Release - Change of Directors/Officers** dated Feb. 2, 2000

News Release - Development-Land/Project/Product ** dated Feb. 2, 2000

AcuBid.Com Inc.

Audited Annual Financial Statement Aug. 31, 1999

Adobe Ventures Inc.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

News Release - R.T.O. - Reverse Takeover ** dated Feb. 4, 2000

Adrian Resources Ltd.

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

Advanced Projects Ltd.

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

News Release - Filing Fees dated Feb. 2, 2000

Advanced Strategic Solutions Inc.

Audited Annual Financial Statement Oct. 31, 1999
Record Date/Meeting Date - February 9, 2000/March 24, 2000 dated Feb. 8, 2000

Advantedge International Inc.

Interim Financial Statements for 06 mn period ended Nov. 30, 1999

News Release - Agreement ** dated Feb. 2, 2000

Advantex Marketing International Inc.

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

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

Advantexcel.Com Communications Corp.

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

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

AEterna Inc. (Les Laboratoires)

News Release - Development-Land/Project/Product ** dated Feb. 1, 2000

AFCAN Mining Corporation

Annual Report Aug. 31, 1999

Audited Annual Financial Statement Aug. 31, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 31, 2000

Management Discussion and Analysis dated Aug. 31, 1999

Certificate of Mailing ** dated Feb. 7, 2000

Certificate of Mailing ** dated Feb. 7, 2000

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

AG Armeno Mines and Minerals Inc.

News Release - Stock Option Notice ** dated Feb. 3, 2000

News Release - Stock Option Notice ** dated Feb. 4, 2000

News Release - Stock Option Notice ** dated Feb. 3, 2000

News Release - Legal Proceedings ** dated Feb. 7, 2000

AGF 20/20 Aggressive Global Stock Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF 20/20 Aggressive Growth Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF 20/20 Emerging Market Value Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF 20/20 India Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF 20/20 Latin America Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF 20/20 RSP Aggressive Equity Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF 20/20 RSP Aggressive Smaller Companies Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF Aggressive Japan Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF American Growth Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF American Tactical Asset Allocation Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF Asian Growth Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF Canada Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF Canadian Bond Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF Canadian Growth & Income Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF Canadian Growth Equity Fund Limited

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF Canadian High Income Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF Canadian Money Market Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF Canadian Stock Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF Canadian Tactical Asset Allocation Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF China Focus Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF Dividend Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF Ethical Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF European Asset Allocation Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF European Growth Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF Financial Services Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF Germany Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF Global Government Bond Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF Global Real Estate Equity Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF Group of Funds

French Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Sask. dated Jan. 31, 2000
Prospectus/AIF Receipt - Quebec dated Jan. 31, 2000
Prospectus/AIF Receipt - Nfld. dated Jan. 31, 2000
Prospectus/AIF Receipt - NS dated Jan. 31, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000
Prospectus/AIF Receipt - NWT dated Jan. 31, 2000
Prospectus/AIF Receipt - NV dated Jan. 31, 2000

AGF Health Sciences Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF International Short Term Income Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF International Stock Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF International Value Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF Japan Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF Management Limited

Annual Filing of Reporting Issuer (Form 28) dated Jan. 27, 2000
Issuer Bid Circular dated Feb. 8, 2000
Material Change Report - Other (Form 27) dated Feb. 8, 2000

News Release - Issuer Bid ** dated Feb. 4, 2000

AGF Multi-Manager Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF RSP American Growth Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF RSP American Tactical Asset Allocation Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF RSP European Growth Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF RSP Global Bond Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF RSP International Equity Allocation Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF RSP International Value Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF RSP Japan Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF Series F Group of Funds

French Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Quebec dated Jan. 31, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000
Prospectus/AIF Receipt - NWT dated Jan. 31, 2000
Prospectus/AIF Receipt - Nfld. dated Jan. 31, 2000
Prospectus/AIF Receipt - NS dated Jan. 31, 2000
Prospectus/AIF Receipt - Sask. dated Jan. 31, 2000

AGF Special U.S. Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF Technology Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF U.S. Dollar Money Market Account

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF U.S. Income Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF U.S. Short-Term High Yield Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF World Balanced Fund

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

AGF World Equity Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000

AGF World Resource Class

Preliminary Simplified Prospectus & AIF dated Jan. 28, 2000
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

Agnico-Eagle Mines Limited

News Release - Progress Report ** dated Feb. 7, 2000

Agrium Inc.

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

AIC Funds

Application NP.39 dated Jan. 31, 2000
French Prospectus/AIF Receipt - Quebec dated Jan. 31, 2000
Prospectus/AIF Receipt - NWT dated Jan. 31, 2000
Prospectus/AIF Receipt - Newf. dated Jan. 31, 2000
Prospectus/AIF Receipt - NS dated Jan. 31, 2000
Prospectus/AIF Receipt - Sask. dated Jan. 31, 2000
Prospectus/AIF Receipt - NV dated Jan. 31, 2000

AIC RSP U.S. Equity Fund

Application dated Jan. 31, 2000

AIC U.S. Equity Fund

Application dated Jan. 31, 2000

AimGlobal Technologies Company Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 3, 2000
News Release - Financial Statement/Operating Results ** dated Feb. 3, 2000
Prospectus/AIF Receipt - Quebec dated Feb. 3, 2000
Prospectus/AIF Receipt - Manitoba dated Feb. 3, 2000
Prospectus/AIF Receipt - NS dated Feb. 3, 2000
Prospectus/AIF Receipt - Nfld. dated Feb. 4, 2000

Air Niagara Express Inc.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

Aiviv Ventures Inc.

Interim Financial Statements for 09 mn period ended Sep. 30, 1999
News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

Akita Drilling Ltd.

Issuer Bid Circular dated Jan. 28, 2000

Alantra Venture Corp.

Record Date/Meeting Date - March 2, 2000/April 11, 2000 dated Feb. 2, 2000

Alcanta International Education Ltd.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 24, 2000
News Release - C.T.O.-Cease Trade Order ** dated Jan. 28, 2000
News Release - C.T.O.-Cease Trade Order ** dated Feb. 2, 2000

Aldridge Resources Ltd.

News Release - Progress Report ** dated Feb. 7, 2000

Algo Group Inc.

Material Change Report - Other (Form 27) dated Jan. 28, 2000
French News Release - Development-Land/Project/Product ** dated Jan. 31, 2000

Algoma Steel Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 1, 2000
News Release - Agreement ** dated Jan. 28, 2000

Aliant Inc.

Report of Acquisition (Reg. S-101) dated Jan. 31, 2000

Alliance Energy Inc.

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

Alliance Medical Inc.

Rapport annuel May 31, 1999
Record Date/Meeting Date - February 1, 2000/March 7, 2000 dated Feb. 2, 2000

Almo Capital Corp

Preliminary Prospectus dated Jan. 28, 2000
IPO - Initial Public Offering dated Jan. 28, 2000
Prospectus/AIF Receipt - BC dated Feb. 2, 2000

Alta Terra Ventures Corp.

Material Change Report - Other (Form 27) dated Feb. 4, 2000
News Release - Agreement ** dated Jan. 31, 2000

Altachem Pharma Ltd.

Material Change Report - Other (Form 27) dated Feb. 1, 2000
News Release - Letter of Intent ** dated Feb. 1, 2000

Altagea Services Inc.

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

Altagea Resources Inc.

Record Date/Meeting Date - February 23, 2000/March 30, 2000 dated Feb. 2, 2000

Altai Resources Inc.

News Release - Agreement ** dated Feb. 3, 2000

The Altamira Funds

Application dated Feb. 4, 2000

Altair Gold Explorations Inc.

Certificate of Mailing ** dated Feb. 8, 2000

Altoro Gold Corp.

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

Amar Ventures Inc.

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

American Eco Corporation

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

American Income Trust

News Release - Issuer Bid ** dated Feb. 7, 2000

American Leduc Petroleums Limited

Certificate of Mailing ** dated Feb. 1, 2000

American Resource Corporation Limited

News Release - Dividend Announced ** dated Feb. 3, 2000

AMERICAN WILD WOODLAND GINSENG CORPORATION

News Release - Financial Statement/Operating Results ** dated Jan. 31, 2000

The Americas Fund

Amended PRO Material dated Feb. 3, 2000
Amended PRO Material dated Feb. 3, 2000
Simplified Prospectus and AIF dated Feb. 4, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Ameridex Minerals Corp.

News Release - Letter of Intent ** dated Feb. 7, 2000

News Release - Letter of Intent ** dated Jan. 27, 2000

Anadime Corporation

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

Anatolia Minerals Development Limited

News Release - Share/Stock/Debtenture Information ** dated Jan. 20, 2000

Andaurex Industries Inc.

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

Andean American Mining Corp.

News Release - Assay Results ** dated Feb. 2, 2000

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

Anderson Exploration Ltd.

AIF Material dated Jan. 14, 2000
Renewal Annual Information Form (NP 47) dated Jan. 4, 2000
Prospectus/AIF Receipt - Nfld. dated Feb. 3, 2000
Prospectus/AIF Receipt - NS dated Feb. 3, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 3, 2000
Prospectus/AIF Receipt - Quebec dated Feb. 7, 2000

Anglo-Andean Explorations, Inc.

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

Anoorag Resources Corporation

Material Change Report - Other (Form 27) dated Feb. 2, 2000
Record Date/Meeting Date - March 15, 2000/April 20, 2000 dated Feb. 3, 2000
News Release - Advance Notice of AGM ** dated Feb. 2, 2000

Anthem Properties Corp.

T.S.E. Notice to Members ** dated Jan. 25, 2000
News Release - Issuer Bid ** dated Feb. 8, 2000

Anthony Clark International Insurance Brokers Ltd.

News Release - New Listing/Delisting ** dated Feb. 7, 2000

Aon Corporation

Record Date/Meeting Date - 02/23/00 / 04/18/00 dated Jan. 27, 2000

APAC Telecommunications Corp.

Record Date/Meeting Date - Feb 25 / March 31 dated Feb. 4, 2000
News Release - Advance Notice of AGM ** dated Feb. 2, 2000
News Release - Share/Stock/Debtenture Information ** dated Feb. 8, 2000

APF Energy Trust

Prospectus/AIF Receipt - Nfld. dated Jan. 28, 2000

Prospectus/AIF Receipt - NS dated Jan. 28, 2000

Applied Gaming Solutions of Canada Inc

News Release - Contract ** dated Jan. 31, 2000

Applied Inventions Management Inc.

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

Applied Terravision Systems Inc.

Audited Annual Financial Statement Sep. 30, 1999
News Release - Agreement ** dated Feb. 4, 2000
News Release - Progress Report ** dated Jan. 31, 2000
Certificate of Mailing ** dated Jan. 18, 2000

Aquest Minerals Corporation

News Release - Stock Option Notice ** dated Feb. 7, 2000

ARC Energy Trust

Material Change Report - Other (Form 27) dated Feb. 4, 2000
News Release - Financial Statement/Operating Results ** dated Feb. 7, 2000
News Release - Agreement ** dated Feb. 7, 2000
News Release - Agreement ** dated Feb. 7, 2000
News Release - Acquisition ** dated Feb. 1, 2000

Architel Systems Corporation

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

Arcis Corporation

News Release - Contract ** dated Feb. 2, 2000

Arena Gold Resources Inc.

Rapport annuel Aug. 31, 1999
Certificate of Mailing ** dated Feb. 2, 2000

Arizona Star Resource Corporation

News Release - Development - Land/Project/Product ** dated Feb. 8, 2000

Armbro Enterprises Inc.

News Release - Issuer Bid ** dated Feb. 2, 2000

Arrowhead Water Products Ltd.

Interim Financial Statements for 12 mn period ended Sep. 30, 1999

ARROWSMITH PROPERTIES LTD.

Interim Financial Statements for 09 mn period ended Sep. 30, 1999

Artisan American Equity Fund

Application Under the Mutual Reliance Review System 120/00 dated Jan. 31, 2000

Artisan Canadian Equity Fund

Application Under the Mutual Reliance Review System 120/00 dated Jan. 31, 2000

Artisan Group No. 2

Prospectus/AIF-Receipt - Quebec dated Jan. 31, 2000

Prospectus/AIF Receipt - NWT dated Jan. 31, 2000

Prospectus/AIF Receipt - NS dated Jan. 31, 2000
Prospectus/AIF Receipt - Sask. dated Jan. 31, 1999

Prospectus/AIF Receipt - Nfld. dated Jan. 31, 2000

Prospectus/AIF Receipt - NV dated Jan. 31, 2000

Artisan International Fund

Application Under the Mutual Reliance Review System 120/00 dated Jan. 31, 2000

Artisan RSP American Equity Fund

Application Under the Mutual Reliance Review System 120/00 dated Jan. 31, 2000

Artisan RSP International Fund

Application Under the Mutual Reliance Review System 120/00 dated Jan. 31, 2000

Ascot Resources Ltd.

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

Ashanti Goldfields Company Ltd.

Form 6-K dated Jan. 25, 2000
News Release - Financial Statement/Operating Results ** dated Jan. 25, 2000

Asia Minerals Corp.

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

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

Material Change Report - Other (Form 27) dated Feb. 8, 2000

Assante Corporation

Application Pursuant to the Mutual Reliance Review System 273/99 dated Apr. 27, 1999

Associated Freezers Income Trust

Material Change Report - Other (Form 27) dated Jan. 28, 2000

Associates Corporation of North America

Form 8-K dated Jan. 7, 2000

Aster Ventures Corp.

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

Astral Communications Inc.

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

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

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

AT Plastics Inc.

French Preliminary Short Form Prospectus dated Jan. 31, 2000

French Prospectus/AIF Receipt - Quebec dated Jan. 31, 2000

Prospectus/AIF Receipt - NS dated Jan. 31, 1999

Prospectus/AIF Receipt - Nfld. dated Jan. 31, 2000

Prospectus/AIF Receipt - Sask. dated Jan. 31, 2000

Record Date/Meeting Date - 03/23/2000 - 04/27/2000 dated Feb. 3, 2000

News Release - Finances/New Financing ** dated Jan. 31, 2000

ATC Technologies Corporation

Material Change Report - Other (Form 27) dated Jan. 19, 2000

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

ATI Airstest Technologies Inc.

News Release - Agreement ** dated Feb. 4, 2000

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

News Release - Agreement ** dated Feb. 7, 2000

Atlas Asset Management Inc.

Application Pursuant to Section 9.02 of National Policy No. 39 110/00 dated Jan. 27, 2000

Augusta Resource Corporation

Material Change Report - Other (Form 27) dated Jan. 28, 2000

Auqaterre Mineral Development Ltd.

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

Aur Resources Inc.

News Release - Takeover Bid ** dated Feb. 4, 2000

News Release - Progress Report ** dated Feb. 7, 2000

Aurizon Mines Ltd.

News Release - Stock Option Notice ** dated Feb. 4, 2000

Auterra Ventures Inc.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

Material Change Report - Other (Form 27) dated Feb. 4, 2000

News Release - Finances/New Financing ** dated Feb. 3, 2000

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

Avance Ventures Corp.

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

Aventura Energy Inc.

Prospectus dated Jan. 31, 2000

Preliminary Prospectus dated Nov. 10, 1999

Prospectus/AIF Receipt - Alberta dated Feb. 2, 2000

Prospectus/AIF Receipt - BC dated Feb. 2, 2000

Avid Oil & Gas Ltd.

News Release - Agreement ** dated Feb. 3, 2000

Avva Technologies Inc.

Audited Annual Financial Statement Sep. 30, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Jan. 31, 2000

Certificate of Mailing ** dated Feb. 3, 2000

Certificate of Mailing ** dated Feb. 3, 2000

News Release - Financial Statement/Operating Results ** dated Jan. 31, 2000

Axion Communications Inc.

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

News Release - Acquisition ** dated Feb. 7, 2000

Azco Mining Inc.

Certificate of Mailing ** dated Feb. 3, 2000

Aztech New Media Corp.

News Release - Reorganization/Restructuring of Company ** dated Feb. 2, 2000

BAA Pic

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

News Release - Financial Statement/Operating Results ** dated Jan. 31, 2000

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

Badger Daylighting Inc.

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

Bakrie Minarak Energy Inc.

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 31, 2000

Certificate of Mailing ** dated Feb. 2, 2000

Record Date/Meeting Date - Jan 31 / March 6 dated Jan. 31, 2000

Ballad Enterprises Ltd.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

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

Bank of Montreal

News Release - Acquisition ** dated Feb. 3, 2000

News Release - Acquisition ** dated Feb. 3, 2000

News Release - Sales of Assets ** dated Feb. 1, 2000

News Release - Sales of Assets ** dated Feb. 1, 2000

The Bank of Nova Scotia

French Renewal Annual Information Form (NP 47) dated Nov. 30, 1999

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

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

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

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

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

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

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

BarCode Holdings Limited

Material Change Report - Acquisition or Disposition of Assets dated Jan. 31, 2000

Barrick Gold Corporation

News Release - Progress Report ** dated Feb. 7, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 4, 2000

Barrier Mining Corp.

Certificate of Mailing ** dated Feb. 8, 2000

Basis100 Inc.

Record Date/Meeting Date - Feb 21 / March 30 dated Feb. 3, 2000

BC Gas Inc.

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

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

BC Gas Utility Ltd.

Prospectus/AIF Receipt - Quebec dated Feb. 2, 2000

BCB Voice Systems Inc.

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

BCE Emergis Inc.

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

BCE Inc.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

Certificate of Mailing ** dated Feb. 1, 2000

BCM Arbitrage Fund

Private Placement (Form 45-501F1) dated Jan. 12, 2000

BCY Ventures Inc.

Material Change Report - Resignation of Director (s) dated Feb. 2, 2000

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

Beau Canada Exploration Ltd.

Amended Record Date/Meeting Date - April 25, 2000/May 30, 2000 dated Feb. 7, 2000

Belair Energy Corporation

News Release - Development - Land/Project/Product ** dated Feb. 2, 2000

Bellevue Capital Corp.

Record Date/Meeting Date - February 11, 2000/March 23, 2000 dated Feb. 2, 2000

Belmont Resources Inc.

Material Change Report - Other (Form 27) dated Feb. 8, 2000

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

Bema Gold Corporation

News Release - Development - Land/Project/Product ** dated Feb. 8, 2000

Bennett Environmental Inc.

Record Date/Meeting Date - 04/05/2000 - 05/25/2000 dated Feb. 3, 2000

Benvest Capital Inc.

Annual Information Form (Policy 5.10) dated Jan. 13, 2000

Berkshire International Mining Ltd.

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

BHR Buffalo Head Resources Ltd.

Record Date/Meeting Date - 03/10/2000 - 04/20/2000 dated Feb. 8, 2000

Bid.Com International Inc.

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

Big Bar Gold Corporation

Material Change Report - Other (Form 27) dated Jan. 31, 2000

Big Picture Technologies Inc.

News Release - Progress Report ** dated Feb. 3, 2000

Biomax Technologies Inc.

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

News Release - Filing Form 20-F dated Feb. 2, 2000

Biomira Inc.

Material Change Report - Other (Form 27) dated Feb. 8, 2000

Bioniche Life Sciences Inc.

News Release - Finances/New Financing ** dated Feb. 2, 2000

News Release - Finances/New Financing ** dated Feb. 2, 2000

News Release - Finances/New Financing ** dated Feb. 2, 2000

BioSante Pharmaceuticals, Inc.

Articles of Amendment dated Nov. 16, 1999

Bio Techna Environmental Technologies Corporation

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

Biovail Corporation International

News Release - Merger ** dated Nov. 12, 1999

Bitterroot Resources Ltd.

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

Black Bull Resources Inc.

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

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

News Release - Development - Land/Project/Product ** dated Feb. 2, 2000

News Release - Development - Land/Project/Product ** dated Feb. 2, 2000

Blackline Oil Corporation

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

Blackwater Gold Corporation

Annual Report Aug. 31, 1999

News Release - Agency Aded dated Feb. 7, 2000

Blue Desert Mining Inc.

News Release - Progress Report ** dated Jan. 27, 2000

Blue Lightning Ventures Inc.

Record Date/Meeting Date - 02/22/2000 - 03/31/2000 dated Feb. 4, 2000

Boliden Limited

Etats financier interimaire 06 mo.période terminée le June 30, 1999

Etats financier interimaire 03 mo.période terminée le Mar. 31, 1999

Bomax Resource Corp.

Record Date/Meeting Date - postponed dated Feb. 7, 2000

Bonanza Red Lake Explorations Inc.

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

Bonavista Petroleum Ltd.

Early Warning Report dated Feb. 7, 2000

BONTERRA ENERGY CORP.

News Release - Share/Stock/Debtenture Information ** dated Jan. 20, 2000

Book 4 Corporation

News Release - Agreement ** dated Feb. 2, 2000

Book4golf.com Corporation

News Release - Agreement ** dated Feb. 2, 2000

News Release - Agreement ** dated Feb. 3, 2000

News Release - Agreement ** dated Feb. 2, 2000

News Release - Letter of Intent ** dated Feb. 7, 2000

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

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

News Release - Acquisition ** dated Feb. 4, 2000

Booker Gold Explorations Ltd.

News Release - Consolidation/Name Change ** dated Feb. 8, 2000

Boralex Inc.

Annual Report Sep. 30, 1999

Boreal Exploration Inc.

Record Date/Meeting Date - February 25, 2000/March 31, 2000 dated Feb. 4, 2000

Bowridge Resource Group Inc.

News Release - Issuer Bid ** dated Feb. 8, 2000

The Boyd Group Inc.

Record Date/Meeting Date - 03/09/2000 - 04/27/2000 dated Feb. 7, 2000

BPI American Opportunities Fund

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

BPI Global Opportunities III Fund

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

BPI Industries Inc.

News Release - Change of Directors/Officers** dated Feb. 2, 2000

BPI Limited Partnership II

Change of Auditors (Policy 31) dated Jan. 20, 2000

BPI Limited Partnership IV

Change of Auditors (Policy 31) dated Jan. 20, 2000

BPI Limited Partnership V

Change of Auditors (Policy 31) dated Jan. 20, 2000

BPI Limited Partnership VI

Change of Auditors (Policy 31) dated Jan. 20, 2000

BPI Limited Partnership VII

Change of Auditors (Policy 31) dated Jan. 20, 2000

BPI Limited Partnership VIII

Change of Auditors (Policy 31) dated Jan. 20, 2000

Bradner Ventures Ltd.

Prospectus dated Feb. 7, 2000

News Release - Finances/New Financing ** dated Feb. 7, 2000

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

News Release - Acquisition ** dated Feb. 4, 2000

Braiden Resources Ltd.

Audited Annual Financial Statement Sep. 30, 1999

Brandon Energy Ltd.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 28, 2000

Bravo Resource Partners Ltd.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

News Release - Stock Option Notice ** dated Feb. 4, 2000

Breakwater Resources Ltd.

News Release - Assay Results ** dated Feb. 7, 2000

Brears Trucking Ltd.

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

Bren-Mar Resources Ltd.

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

News Release - Progress Report ** dated Feb. 7, 2000

Brick Brewing Co. Limited

News Release - Share/Stock/Debtenture Information ** dated Jan. 21, 2000

Bridgetown Energy Corporation

Material Change Report - Other (Form 27) dated Jan. 31, 2000

Brier Resources Corp.

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

News Release - Finances/New Financing ** dated Jan. 31, 2000

News Release - Letter of Intent ** dated Jan. 28, 2000

News Release - Change of Directors/Officers** dated Jan. 24, 2000

News Release - Letter of Intent ** dated Feb. 7, 2000

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

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

British Telecommunications plc

Takeover Bid Circular - Other - Cash dated Jan. 11, 2000

Form 6-K dated Jan. 14, 2000

Form 6-K dated Jan. 14, 2000

BRM Capital Corporation

Etats financier interimaire 03 mo. periode terminee le Nov. 30, 1999

Change of Auditor Material dated Dec. 14, 1999

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

Bro-x Minerals Ltd.

Interim Financial Statements for 09 mn period ended Sep. 30, 1998

Interim Financial Statements for 06 mn period ended June 30, 1998

Interim Financial Statements for 06 mn period ended June 30, 1997

Interim Financial Statements for 03 mn period ended Mar. 31, 1998

Interim Financial Statements for 09 mn period ended Sep. 30, 1997

Interim Financial Statements for 03 mn period ended Mar. 31, 1997

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

Interim Financial Statements for 06 mn period ended June 30, 1999

Interim Financial Statements for 09 mn period ended Sep. 30, 1999

Ruling/Order/Reasons 185/99 dated Jan. 26, 2000

Broadlands Resources Ltd.

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

Broadview Capital Corporation

Material Change Report - Other (Form 27) dated Jan. 20, 2000

News Release - Finances/New Financing ** dated Jan. 19, 2000

Bromley, Marr Ecos Inc.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

BT Landmark Limited Partnership 1992

Change of Auditors (Policy 31) dated Jan. 20, 2000

BT Landmark Limited Partnership 1994

Change of Auditors (Policy 31) dated Jan. 20, 2000

BurntSand Inc.

News Release - Conference Call dated Feb. 3, 2000

Business Development Bank of Canada

Ruling/Order/Reasons 033/00 dated Jan. 21, 2000

C-Mac Industries Inc.

Early Warning Report dated Feb. 7, 2000

C.I. Fund Management Inc.

Early Warning Report dated Feb. 7, 2000

Early Warning Report dated Feb. 7, 2000

Cabo Mining Corp.

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

News Release - Assay Results ** dated Feb. 3, 2000

Cabre Exploration Ltd.

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

Cadre Resources Ltd.

News Release - Stock Option Notice ** dated Feb. 7, 2000

CAE Inc.

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

News Release - Progress Report ** dated Feb. 3, 2000

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

News Release - Sales of Assets ** dated Feb. 3, 2000

News Release - Progress Report ** dated Feb. 3, 2000

News Release - Sales of Assets ** dated Feb. 3, 2000

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

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

Caisses communes Natcan

Application under section 9.02 of National Policy No. 39 dated Jan. 21, 2000

Ruling/Order/Reasons #081-00 dated Feb. 4, 2000

Calahoo Petroleum Ltd

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

The Caldwell Partners International Inc.

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

Calian Technology Ltd.

News Release - Conference Call dated Feb. 1, 2000

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

Call-Net Enterprises Inc.

News Release - Progress Report ** dated Feb. 3, 2000

News Release - Progress Report ** dated Feb. 3, 2000

CallDirect Capital Corp

Certificate of Mailing ** dated Feb. 7, 2000

Certificate of Mailing ** dated Feb. 7, 2000

Calvalley Petroleum Inc.

News Release - Progress Report ** dated Feb. 7, 2000

Calypso Developments Ltd.

News Release - Progress Report ** dated Feb. 7, 2000

Cambix Exploration Inc.

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

Cambior Inc.

Directors' Circular (Form 34) dated Feb. 3, 2000

Letter to Shareholders ** dated Feb. 3, 2000

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

News Release - Progress Report ** dated Feb. 3, 2000

Cambridge Colleges Ltd

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

Cameco Corporation

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

Camnor Resources Ltd.

Record Date/Meeting Date - August 25 / Oct 3 dated Feb. 2, 2000

Can West Exploration Inc.

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

Canada Brokerlink Inc.

Application Pursuant to Subsection 127(1)2 068/00 dated Jan. 20, 2000

Report of Acquisition (Reg. S-101) dated Feb. 4, 2000

News Release - Takeover Bid ** dated Feb. 4, 2000

Canada Trust Canadian Bond Index Fund

Prospectus/AIF Receipt - Ontario dated Feb. 1, 2000

Canada Trust Canadian Equity Index Fund

Prospectus/AIF Receipt - Ontario dated Feb. 1, 2000

Canada Trust Funds

Prospectus/AIF Receipt - NS dated Feb. 1, 2000

Prospectus/AIF Receipt - BC dated Feb. 1, 2000

Prospectus/AIF Receipt - NWT dated Feb. 1, 2000

Prospectus/AIF Receipt - Quebec dated Feb. 1, 2000

Prospectus/AIF Receipt - Manitoba dated Feb. 1, 2000

Prospectus/AIF Receipt - Quebec dated Feb. 1, 2000

Canada Trust International Equity Index Fund

Prospectus/AIF Receipt - Ontario dated Feb. 1, 2000

Canada Trust U.S. Equity Index Fund

Prospectus/AIF Receipt - Ontario dated Feb. 1, 2000

Canada's Choice Spring Water, Inc.

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

Canadex Resources Limited

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

Canadian Airlines Corporation

Material Change Report - Other (Form 27) dated Feb. 4, 2000

News Release - Change of Directors/Officers** dated Jan. 24, 2000

Canadian Blackhawk Energy Inc.

Material Change Report - Other (Form 27) dated Jan. 31, 2000

Canadian Chemical Reclaiming Ltd.

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

Canadian Crude Separators Inc.

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

Canadian Golden Dragon Resources Ltd.

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

Canadian Hotel Income Properties Real Estate Investment Trust

News Release - Issuer Bid ** dated Feb. 3, 2000

News Release - Cash Distribution dated Feb. 2, 2000

Canadian Hunter Exploration Ltd.

News Release - Financial Statement/Operating Results ** dated Feb. 1, 2000

Canadian Hydro Developers, Inc.

News Release - Progress Report ** dated Jan. 31, 2000

Canadian Marconi Company

News Release - Name Change ** dated Feb. 8, 2000

News Release - Name Change ** dated Feb. 8, 2000

Canadian Medical Discoveries Fund Inc.

Certificate of Mailing ** dated Feb. 3, 2000

The Canadian Mining Company Ltd.

News Release - Change of Directors/Officers** dated Feb. 3, 2000

Certificate of Mailing ** dated Feb. 7, 2000

Certificate of Mailing ** dated Feb. 7, 2000

Canadian Natural Resources Limited

News Release - Share/Stock/Debenture Information ** dated Jan. 24, 2000

- Canadian Occidental Petroleum Ltd.**
News Release - Poison Pill - Shareholders Rights Plan ** dated Feb. 3, 2000
- Canadian Oil Sands Trust**
Certificate of Mailing ** dated Oct. 29, 1999
Certificate of Mailing ** dated Jan. 28, 2000
- Canadian Pacific Limited**
Interim Financial Statements for 12 mn period ended June 30, 1999
Interim Financial Statements for 12 mn period ended Sep. 30, 1999
Interim Financial Statements for 12 mn period ended Mar. 31, 1999
Issuer Bid Circular dated Feb. 4, 2000
- Canadian Resource Opportunities Inc.**
Interim Financial Statements for 09 mn period ended Dec. 31, 1999
- Canadian Satellite Communications Inc.**
Certificate of Mailing ** dated Jan. 28, 2000
- Canadian Tire Corporation, Limited**
News Release - Financial Statement/Operating Results ** dated Feb. 3, 2000
News Release - Financial Statement/Operating Results ** dated Feb. 3, 2000
News Release - Issuer Bid ** dated Feb. 7, 2000
- Canadian Utilities Limited**
Etats financier interimaire 09 mo. periode terminee le Sep. 30, 1999
T.S.E. Notice to Members ** dated Jan. 25, 2000
- Canadian Venture Exchange Inc.**
Annual Review dated Dec. 31, 1999
- Canadian Western Bank**
Prospectus/AIF Receipt - Nfld. dated Feb. 1, 2000
Prospectus/AIF Receipt - PEI dated Feb. 1, 2000
Prospectus/AIF Receipt - NB dated Jan. 31, 2000
Prospectus/AIF Receipt - Quebec dated Feb. 1, 2000
Prospectus/AIF Receipt - NS dated Feb. 3, 2000
- Canarc Resource Corp.**
News Release - Progress Report ** dated Feb. 7, 2000
- CanBaikal Resources Inc.**
News Release - Finances/New Financing ** dated Feb. 2, 2000
- Canfor Corporation**
Record Date/Meeting Date - 03/15/2000 - 04/28/2000 dated Feb. 8, 2000
News Release - Financial Statement/Operating Results ** dated Feb. 8, 2000
- Cangene Corporation**
News Release - Change of Directors/Officers** dated Feb. 8, 2000
- Canoil Exploration Corporation**
News Release - Change of Directors/Officers** dated Feb. 3, 2000
- Cantrex Inc. (Groupe)**
Ruling/Order/Reasons 685/99 dated Nov. 8, 1999
- Capital Alliance Group Inc.**
Material Change Report - Other (Form 27) dated Feb. 3, 2000
Material Change Report - Other (Form 27) dated Jan. 26, 2000
News Release - Correction dated Feb. 2, 2000
- Capital Charter Corp.**
Information Circular/Proxy/Notice of Meeting - Other dated Jan. 24, 2000
Material Change Report - Other (Form 27) dated Feb. 7, 2000
News Release - Finances/New Financing ** dated Feb. 7, 2000
- Capital LLC**
Form 8-K dated Jan. 26, 2000
- Captech Multicom Inc.**
Preliminary Prospectus dated Apr. 29, 1999
News Release - Progress Report ** dated Feb. 3, 2000
- Cara Operations Limited**
Interim Financial Statements for 36 wk period ended Dec. 5, 1999
- Cardero Resource Corp.**
Record Date/Meeting Date - 03/01/2000 - 04/10/2000 dated Feb. 3, 2000
- Carfinco Inc.**
Interim Financial Statements for 03 mn period ended Nov. 30, 1999
- Caribbean Utilities Company Ltd.**
News Release - Share/Stock/Debtenture Information ** dated Jan. 28, 2000
- Carma Financial Services Corporation**
Certificate of Mailing ** dated Feb. 1, 2000
- Carpatsky Petroleum Inc.**
Material Change Report - Other (Form 27) dated Feb. 2, 2000
News Release - C.T.O.-Cease Trade Order ** dated Feb. 2, 2000
News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000
- Cartier Cdn. Equity Fund**
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000
- Cartier Mutual Funds Inc.**
Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000
- Cascades Inc.**
News Release - Financial Statement/Operating Results ** dated Feb. 3, 2000
- Cassidy Gold Corp.**
News Release - Option Agreements-Relinquished/Acquired ** dated Feb. 2, 2000
News Release - Share/Stock/Debtenture Information ** dated Feb. 1, 2000
- Catena Technologies, Inc.**
News Release - Stock Option Notice ** dated Jan. 10, 2000
- Ced-Or Corporation**
Interim Financial Statements for 03 mn period ended Nov. 30, 1999
- Cedara Software Corp.**
Short Form Prospectus dated Feb. 4, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 4, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 4, 2000
- Genpro Technologies Inc.**
Interim Financial Statements for 06 mn period ended Nov. 30, 1999
- Central Canada Foods Corporation**
Material Change Report - Other (Form 27) dated Jan. 31, 2000
Record Date/Meeting Date - March 2, 2000/April 7, 2000 dated Feb. 4, 2000
- Centrefund Realty Corporation**
French Material Change Report - Other (Form 27) dated Jan. 21, 2000
- Certicom Corp.**
News Release - Agreement ** dated Feb. 7, 2000
- CFM Majestic Inc.**
News Release - Share/Stock/Debtenture Information ** dated Jan. 14, 2000
News Release - Issuer Bid ** dated Feb. 3, 2000
- CGI Group Inc.**
News Release - Stock Option Notice ** dated Feb. 1, 2000
- Channel Resources Ltd.**
News Release - Progress Report ** dated Jan. 26, 2000
- Chapters Inc.**
News Release - Stock Option Notice ** dated Jan. 31, 2000
- Charger Energy Inc.**
PRO Material dated Oct. 22, 1998
PRO Material dated Oct. 22, 1998
Prospectus dated Oct. 22, 1998
IPO - Initial Public Offering dated Oct. 22, 1998
- Chartwell Technology Inc.**
News Release - Finances/New Financing ** dated Feb. 4, 2000
- Chieftain International Inc**
News Release - Progress Report ** dated Feb. 7, 2000
- The Children's Educational Foundation of Canada**
Prospectus/AIF Receipt - PEI dated Apr. 28, 1999
- Christopher James Gold Corp.**
News Release - Progress Report ** dated Feb. 4, 2000
- CHUM Limited**
News Release - Dividend Announced ** dated Feb. 1, 2000
- CIBC Canadian Index Fund**
Application Pursuant to National Policy 12-201 100/00 dated Jan. 26, 2000
Application pursuant to paragraph 19.1 of NI 81-102 (Quebec) dated Feb. 1, 2000
- CIBC Mutual Funds**
Ruling/Order/Reasons #081-00 dated Feb. 4, 2000
Application under section 9.02 of National Policy No. 39 dated Jan. 21, 2000
Application pursuant to section 19.1 of NI 81-102 (Quebec) dated Feb. 1, 2000
- CIBC Protected Funds**
Application pursuant to paragraph 19.1 of NI 81-102 (Quebec) dated Feb. 1, 2000
- CIBC Securities Inc.**
Application Pursuant to National Policy 12-201 100/00 dated Jan. 26, 2000
- CIBC World Markets Inc.**
Application Under the Mutual Reliance Review System 138/00 dated Feb. 4, 2000
Ruling/Order/Reasons 032/00 dated Jan. 18, 2000
- Ciclo Capital Ltd.**
Material Change Report - Other (Form 27) dated Feb. 7, 2000
- Cie-nergy Ply-Foil Canada Inc.**
Audited Annual Financial Statement Aug. 31, 1999
Letter to Shareholders ** dated Dec. 31, 1999
News Release - Financial Statement/Operating Results ** dated Jan. 26, 2000
- Cigar Oil & Gas Ltd.**
News Release - Acquisition ** dated Feb. 8, 2000
- CitiGroup Inc.**
News Release - Stock Option Notice ** dated Jan. 28, 2000
- Clarica Life Insurance Company**
News Release - Financial Statement/Operating Results ** dated Feb. 3, 2000
News Release - Dividend Announced ** dated Feb. 3, 2000
News Release - Financial Statement/Operating Results ** dated Feb. 3, 2000
News Release - Dividend Announced ** dated Feb. 3, 2000

Clarington Funds No. 5

Application pursuant to section 9.02 of NP 39 dated Jan. 31, 2000
 Prospectus/AIF Receipt - NS dated Jan. 31, 2000
 Prospectus/AIF Receipt - Sask. dated Jan. 31, 2000
 Prospectus/AIF Receipt - NWT dated Jan. 31, 2000
 Prospectus/AIF Receipt - Quebec dated Jan. 31, 2000
 Prospectus/AIF Receipt - NV dated Jan. 31, 2000

Clarington Global Equity Fund

Application pursuant to section 9.02 of NP 39 dated Jan. 31, 2000

Clarington Navellier U.S. All Cap Fund

Application pursuant to section 9.02 of NP 39 dated Jan. 31, 2000

Clarington RSP Global Equity Fund

Application pursuant to section 9.02 of NP 39 dated Jan. 31, 2000

Clarington RSP Navellier US All Cap Fund

Application pursuant to section 9.02 of NP 39 dated Jan. 31, 2000

Clarington RSP Technology Fund

Application pursuant to section 9.02 of NP 39 dated Jan. 31, 2000

Clarington Technology Fund

Application pursuant to section 9.02 of NP 39 dated Jan. 31, 2000

ClaringtonFunds Inc.

Application pursuant to section 9.02 of NP 39 dated Jan. 31, 2000

Classic Gold Resources Limited

Material Change Report - Acquisition or Disposition of Assets dated Feb. 3, 2000
 News Release - Acquisition will not proceed dated Feb. 3, 2000

Claude Resources Inc.

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

Cleynet Communications Inc.

French Prospectus/Pricing-Supplement dated Nov. 25, 1999
 Prospectus/AIF Receipt - French dated Feb. 2, 2000

ClickHouse.com Online Inc.

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

Clifton Star Resources Inc.

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

clipclip.com Enterprises Inc.

Material Change Report - Other (Form 27) dated Feb. 7, 2000
 News Release - Stock Option Notice ** dated Feb. 7, 2000
 News Release - Stock Option Notice ** dated Feb. 7, 2000
 News Release - Progress Report ** dated Feb. 4, 2000

Coastal Acquisition Corporation

News Release - Legal Proceedings ** dated Jan. 28, 2000

Coca-Cola Enterprises (Canada) Bottling Finance Ltd.

Form 8-K dated Feb. 3, 2000

Cogeco Cable Inc.

Prospectus/AIF Receipt - NS dated Jan. 18, 2000
 Prospectus/AIF Receipt - BC dated Feb. 7, 2000
 News Release - Acquisition ** dated Feb. 3, 2000

Cogeco Inc.

Prospectus/AIF Receipt - BC dated Feb. 7, 2000
 Prospectus/AIF Receipt - Manitoba dated Feb. 3, 2000
 Prospectus/AIF Receipt - NS dated Feb. 3, 2000
 Prospectus/AIF Receipt - NB dated Feb. 3, 2000

Cognicase Inc.

Annual Report Sep. 30, 1999
 News Release - Stock Option Notice ** dated Feb. 1, 2000
 News Release - Financial Statement/Operating Results ** dated Feb. 7, 2000

Collicutt Hanover Services Ltd.

IPO - Initial Public Offering dated Jan. 28, 2000
 Preliminary Prospectus dated Jan. 28, 2000
 Prospectus/AIF Receipt - Alberta dated Feb. 1, 2000
 Prospectus/AIF Receipt - NS dated Feb. 1, 2000
 Prospectus/AIF Receipt - Sask. dated Feb. 1, 2000

Com Dev International Ltd.

Rights Offering dated Feb. 4, 2000
 News Release - Rights Offering/Issue ** dated Feb. 8, 2000
 Prospectus/AIF Receipt - NS dated Feb. 7, 2000
 Prospectus/AIF Receipt - Nfld. dated Feb. 8, 2000
 Prospectus/AIF Receipt - Manitoba dated Feb. 8, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000
 Prospectus/AIF Receipt - Quebec dated Feb. 7, 2000

Comac Food Group Inc.

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

Cominco Ltd.

Record Date/Meeting Date - March 23, 2000/April 27, 2000 dated Feb. 2, 2000
 News Release - Progress Report ** dated Feb. 7, 2000

Commercial Consolidators Corp.

Interim Financial Statements for 09 mn period ended Nov. 30, 1999

Commonwealth Energy Corp.

News Release - Development - Land/Project/Product ** dated Feb. 3, 2000

Communication Systems International Inc.

Rights Offering
 Rights Offering dated Jan. 31, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 3, 2000
 Prospectus/AIF Receipt - Manitoba dated Feb. 3, 2000
 Prospectus/AIF Receipt - Alberta dated Feb. 1, 2000
 News Release - Progress Report ** dated Feb. 7, 2000
 Prospectus/AIF Receipt - Nfld. dated Feb. 4, 2000

Communicorp Corporation

Material Change Report - Other (Form 27) dated Feb. 3, 2000
 News Release - Acquisition ** dated Feb. 1, 2000

COMPRESSION & ENCRYPTION TECHNOLOGIES INC.

Record Date/Meeting Date - February 22, 2000/March 28, 2000 dated Feb. 3, 2000
 Record Date/Meeting Date - March 9, 2000/April 19, 2000 dated Feb. 3, 2000

Compton Petroleum Corporation

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

Compusoft Canada Inc.

Certificate of Mailing ** dated Feb. 1, 2000

Con-Space Communications Ltd.

Annual Information Form (Policy 5.10) dated Sep. 3, 1999
 News Release - Change of Directors/Officers** dated Feb. 2, 2000
 Prospectus/AIF Receipt - BC dated Feb. 8, 2000

Conac Software Corporation

Material Change Report - Other (Form 27) dated Feb. 4, 2000

Concept Industries Inc.

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

Conquest Resources Limited

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

Conrex Steel Corp.

Amended Record Date/Meeting Date - February 23, 2000/March 31, 2000 dated Feb. 4, 2000

Consolidated Bradbury International Equities Ltd.

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

Consolidated Copperstone Resources Corporation

Audited Annual Financial Statement Oct. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Jan. 14, 2000

Consolidated Global Minerals Ltd.

News Release - Progress Report ** dated Feb. 7, 2000

Consolidated Jaba Inc.

Certificate of Mailing ** dated Feb. 8, 2000
 Certificate of Mailing ** dated Feb. 8, 2000

Consolidated Pine Channel Gold Corp.

Record Date/Meeting Date - March 10, 2000/April 28, 2000 dated Feb. 4, 2000
 News Release - Advance Notice of AGM ** dated Feb. 2, 2000

Consolidated Tako Resources Ltd.

Material Change Report - Other (Form 27) dated Feb. 7, 2000
 News Release - Finances/New Financing ** dated Feb. 7, 2000

Consolidated Team Resources Corp.

News Release - Advance Notice of AGM ** dated Feb. 4, 2000

Consolidated Texas Northern Minerals Limited

News Release - Acquisition ** dated Feb. 4, 2000

Consolidated Van-City Marble Ltd.

News Release - C.T.O. ~Cease Trade Order ** Amended dated Jan. 21, 2000

Consolidated Venturex Holdings Ltd.

Record Date/Meeting Date - 03/10/2000 - 04/13/2000 dated Feb. 8, 2000

Consolidated Westview Resources Corp.

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

Consolitech Invest Corp.

Audited Annual Financial Statement Aug. 31, 1999
 Audited Annual Financial Statement Aug. 31, 1999

Contact Exploration Inc.

Record Date/Meeting Date - 03/03/2000 - 04/13/2000 dated Feb. 7, 2000

Continental Energy Corporation

Certificate of Mailing ** dated Feb. 1, 2000

Continuum Health Care Inc.

IPO - Initial Public Offering dated Jan. 31, 2000
 Preliminary Prospectus dated Jan. 31, 2000
 Prospectus/AIF Receipt - Alberta dated Jan. 31, 2000

Contrans Corp.

Annual Information Form (Policy 5.10) dated Dec. 16, 1999

Control Advancements Inc.

News Release - Agreement ** dated Jan. 28, 2000

Coplex Resources N.L.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

Corel Corporation

News Release ** Teleconference Announced dated Feb. 7, 2000

News Release - Merger ** dated Feb. 7, 2000

Corlac Oilfield Leasing Ltd.

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 4, 2000

Corus Entertainment Inc.

French Initial Annual Information Form (NP 47) dated Dec. 20, 1999

Prospectus/AIF Receipt - NB dated Jan. 19, 2000

Certificate of Mailing ** dated Jan. 31, 2000

Cossette Communication Group Inc.

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

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

Counsel Corporation

Application Under Section 74(1) & the MRRS 087/00 dated Jan. 24, 2000

Courage Energy Inc.

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

News Release - Acquisition ** dated Feb. 7, 2000

Covitec Group Inc.

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

News Release - Financial Statement/Operating Results ** dated Jan. 27, 2000

Certificate of Mailing ** dated Feb. 1, 2000

Creo Products Inc.

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

Certificate of Mailing ** dated Feb. 4, 2000

Crew Development Corporation

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

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

News Release - Share/Stock/Debenture Information ** dated Jan. 25, 2000

CrossKeys Systems Corporation

News Release - Agreement ** dated Feb. 3, 2000

Cryptologic Inc.

News Release - Stock Option Notice ** dated Jan. 24, 2000

The CSL Group Inc.

News Release - Letter of Intent ** dated Jan. 26, 2000

CT Financial Services Inc.

T.S.E. Notice to Members ** dated Jan. 25, 2000

News Release - Financial Statement/Operating Results ** dated Jan. 27, 2000

CT Private Funds

Prospectus/AIF Receipt - Manitoba dated Jan. 31, 2000

CTV Inc.

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

Cubacan Exploration Inc.

News Release - Rights Offering/Issue ** dated Jan. 6, 2000

News Release - Rights Offering/Issue ** dated Jan. 26, 2000

Cubix Investments Inc.

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

Cundill Funds Inc.

Ruling/Order/Reasons 764/99 dated Dec. 2, 1999

Cundill Recovery Fund

Record Date/Meeting Date - February 24, 2000/March 29, 2000 dated Feb. 2, 2000

Cundill RSP Value Fund

Ruling/Order/Reasons 764/99 dated Dec. 2, 1999

Cundill Value Fund

Ruling/Order/Reasons 764/99 dated Dec. 2, 1999

Curion Ventures Corporation

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

Curlew Lake Resources Inc.

News Release - Development - Land/Project/Product ** dated Feb. 8, 2000

CV Technologies Inc.

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

Certificate of Mailing ** dated Jan. 24, 2000

CVL Resources Ltd.

Prospectus/AIF Receipt - BC dated Feb. 8, 2000

Cycom International Inc.

Certificate of Mailing ** dated Feb. 8, 2000

Certificate of Mailing ** dated Feb. 8, 2000

Certificate of Mailing ** dated Feb. 8, 2000

Certificate of Mailing ** dated Feb. 8, 2000

Certificate of Mailing ** dated Feb. 8, 2000

Cymat Corp

News Release - Stock Option Notice ** dated Jan. 25, 2000

Cypress Development Corp.

Material Change Report - Other (Form 27) dated Jan. 28, 2000

News Release - Development - Land/Project/Product ** dated Jan. 28, 2000

DaimlerChrysler Canada Finance Inc.

Application for a Waiver Pursuant to Section 4.5 of N.P. No.47 089/00 dated Jan. 25, 2000

DaimlerChrysler Financial Services (Debis)**Canada Inc.**

Application for a Waiver Pursuant to Section 4.5 of N.P. No.47 089/00 dated Jan. 25, 2000

DALSA Corporation

Certificate of Mailing ** dated Feb. 1, 2000

Danbel Industries Corporation

Material Change Report - Other (Form 27) dated Feb. 2, 2000

News Release - Acquisition ** dated Feb. 3, 2000

Dancing Star Resources Ltd.

News Release - Acquisition ** dated Feb. 4, 2000

Danier Leather Inc.

Interim Financial Statements for 26 wk period ended Dec. 25, 1999

Dasher Energy Corp.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

News Release - Stock Option Notice ** dated Feb. 4, 2000

DataMirror Corporation

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

News Release - Progress Report ** dated Feb. 3, 2000

DataWave Systems Inc.

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

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

David S. Reid Limited

Material Change Report - Other (Form 27) dated Feb. 4, 2000

DBA Telecom Corporation

Material Change Report - Other (Form 27) dated Jan. 21, 1999

Material Change Report - Other (Form 27) dated Aug. 12, 1999

Material Change Report - Other (Form 27) dated May 11, 1999

Material Change Report - Other (Form 27) dated Dec. 11, 1999

Material Change Report - Other (Form 27) dated Nov. 6, 1999

Material Change Report - Other (Form 27) dated May 18, 1999

Material Change Report - Other (Form 27) dated Nov. 10, 1999

Material Change Report - Other (Form 27) dated Jan. 13, 1999

Material Change Report - Other (Form 27) dated Sep. 14, 1999

Material Change Report - Other (Form 27) dated Nov. 9, 1999

Material Change Report - Other (Form 27) dated Oct. 6, 1999

Material Change Report - Other (Form 27) dated June 10, 1999

Material Change Report - Other (Form 27) dated Mar. 31, 1999

Material Change Report - Other (Form 27) dated Feb. 1, 1999

Material Change Report - Other (Form 27) dated Nov. 29, 1999

Material Change Report - Other (Form 27) dated July 28, 1999

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

Material Change Report - Other (Form 27) dated Oct. 1, 1999

Material Change Report - Other (Form 27) dated Oct. 6, 1999

Material Change Report - Other (Form 27) dated Oct. 8, 1999

Material Change Report - Other (Form 27) dated Dec. 1, 1999

Material Change Report - Other (Form 27) dated Dec. 20, 1999

Material Change Report - Other (Form 27) dated May 5, 1999

Material Change Report - Other (Form 27) dated Apr. 7, 1999

Material Change Report - Other (Form 27) dated Dec. 30, 1999

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

News Release - Change of Directors/Officers** dated Feb. 2, 2000

DC DiagnostiCare Inc.

Audited Annual Financial Statement Sep. 30, 1999

Deere & Company

Form 10-K & 10-K/A Oct. 31, 1999

Del Roca Energy Ltd.

News Release - Progress Report ** dated Feb. 7, 2000

Delano Technology Corporation

Application Pursuant to Section 147 of the Securities Act 132/00 dated Feb. 3, 2000

Prospectus dated Feb. 8, 2000

IPO - Initial Public Offering dated Feb. 8, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 8, 2000

Prospectus/AIF Receipt - Alberta dated Feb. 8, 2000

Delpet Resources Ltd.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

News Release - Letter of Intent ** dated Feb. 4, 2000

Delrina Corporation

Form 8-K dated Jan. 13, 2000

Delta International Industries Inc.

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

Delta Systems, Inc.

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

News Release - Share/Stock/Debtenture Information ** dated Jan. 5, 2000

Denstone Minerals Ltd.

News Release - Consolidation/Name Change ** dated Feb. 4, 2000

The Descartes Systems Group Inc.

News Release - Change of Directors/Officers** dated Jan. 31, 2000

Desert Holdings Inc.

Audited Annual Financial Statement Sep. 30, 1999

Desert Sun Mining Corp.

Certificate of Mailing ** dated Feb. 1, 2000

Dexton Technologies Corporation

Material Change Report - Acquisition or Disposition of Assets dated Feb. 4, 2000

DGC Entertainment Ventures Corp.

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

Diagem International Resource Corp.

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

DiagnoCure Inc.

News Release - Development~ Land/Project/Product ** dated Feb. 2, 2000

Diamcor Mining Inc.

Material Change Report - Other (Form 27) dated Feb. 5, 2000

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

News Release - Acquisition ** dated Feb. 7, 2000

Diamond Fields International Ltd.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

News Release - Development~ Land/Project/Product ** dated Feb. 8, 2000

Dianor Resources Inc.

OSC NOTICE TO PUBLIC dated Feb. 7, 2000
Amendment to Prospectus dated December 13, 1999 dated Jan. 28, 2000

Digital World Trust

Ruling/Order/Reasons 048/00 dated Feb. 4, 2000

Dimensional Media Inc.

Certificate of Mailing ** dated Feb. 8, 2000

Dion Entertainment Corp.

News Release - Share/Stock/Debtenture Information ** dated Jan. 20, 2000

Direct Energy

News Release - Merger ** dated Feb. 7, 2000

Discovery-Corp Enterprises Inc.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

Diversified Cosmetics International Inc.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

Diversinet Corp.

News Release - Development~ Land/Project/Product ** dated Feb. 1, 2000

Divot Golf Corporation

News Release - C.T.O.-Cease Trade Order ** dated Jan. 28, 2000

DJL Capital Corp.

Ruling/Order/Reasons dated Jan. 21, 2000

Dofasco Inc.

Interim Financial Statements for 12 mn period ended Dec. 31, 1998

Domtar Inc.

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

Issuer Bid Circular dated Jan. 31, 2000

Donohue Inc.

Record Date/Meeting Date - March 10, 2000/April 26, 2000 dated Feb. 2, 2000

Doreal Energy Corporation

Material Change Report - Other (Form 27) dated Feb. 4, 2000

News Release - Development~ Land/Project/Product ** dated Feb. 2, 2000

News Release - Finances/New Financing ** dated Jan. 31, 2000

Dorel Industries Inc.

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

Dotcom 2000 Inc.

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

Doublestar Resources Ltd.

Early Warning Report dated Feb. 7, 2000

Dow Jones Industrial Average Target 10

Trust, 1998 Port, S9

Ruling/Order/Reasons #001/00 dated Feb. 3, 2000

Draxis Health Inc.

News Release - Development~ Land/Project/Product ** dated Feb. 2, 2000

DTI DENTAL TECHNOLOGIES INC.

Audited Annual Financial Statement Oct. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Jan. 25, 2000

Change of Auditors (Policy 31) dated Jan. 4, 2000

DTM Information Technology Group Inc.

French Annual Information Form (Policy 5.10) dated Dec. 1, 1999

Dumont Nickel Inc.

Initial Annual Information Form (NP 47) dated Feb. 4, 2000

Dumont Resources Inc.

News Release - Development~ Land/Project/Product ** dated Feb. 3, 2000

Dundee Petroleum Corp.

News Release - Progress Report ** dated Feb. 3, 2000

DY 4 Systems Inc.

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

Certificate of Mailing ** dated Feb. 2, 2000

Dynamic Infinity Canadian Fund

Prospectus/AIF Receipt - Ontario dated Feb. 1, 2000

Dynamic Infinity Income and Growth Fund

Prospectus/AIF Receipt - Ontario dated Feb. 1, 2000

Dynamic Infinity International Fund

Prospectus/AIF Receipt - Ontario dated Feb. 1, 2000

Dynamic Infinity Mutual Funds

Prospectus/AIF Receipt - NS dated Feb. 1, 2000
Prospectus/AIF Receipt - Quebec dated Feb. 2, 2000

Prospectus/AIF Receipt - Quebec dated Feb. 2, 2000

Prospectus/AIF Receipt - Alberta dated Feb. 1, 2000

Dynamic Infinity T-Bill Fund

Prospectus/AIF Receipt - Ontario dated Feb. 1, 2000

Dynamic Infinity Wealth Management Fund

Prospectus/AIF Receipt - Ontario dated Feb. 1, 2000

Dynamic Venture Opportunities Fund Ltd.

Application Pursuant to Subsection 62(5) of the Securities Act 109/00 dated Jan. 28, 2000

OSC NOTICE TO PUBLIC dated Feb. 3, 2000

Amended Prospectus dated Jan. 24, 2000

DYNAMOTIVE TECHNOLOGIES**CORPORATION**

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

Dynastar Inc.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

e-Manufacturing Networks Inc.

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

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

News Release - Change of Directors/Officers** dated Feb. 3, 2000

News Release - Change of Directors/Officers** dated Feb. 3, 2000

News Release - Acquisition ** dated Jan. 27, 2000

News Release - Change of Directors/Officers** dated Feb. 3, 2000

E.Dispatch.Com Wireless Data Inc.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

News Release - Agreement ** dated Feb. 4, 2000

News Release - Agreement ** dated Jan. 26, 2000

E.S.I. Environmental Sensors Inc.

News Release - Change of Directors/Officers** dated Feb. 4, 2000

The E21 Group Inc.

Audited Annual Financial Statement Sep. 30, 1999

Eaglecrest Explorations Ltd.

News Release - Development~ Land/Project/Product ** dated Feb. 8, 2000

EarthRamp.Com Communications Inc.

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

East Asia Gold Corp.

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

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

East West Resource Corporation

News Release - Acquisition ** dated Feb. 7, 2000

Easton Minerals Ltd.

Certificate of Mailing ** dated Jan. 28, 2000

Ecomm Systems Corporation

News Release - Change of Directors/Officers** dated Feb. 2, 2000

Ecompark Inc.

Material Change Report - Other (Form 27) dated Feb. 2, 2000

News Release - Stock Option Notice ** dated Feb. 4, 2000

Eden Roc Mineral Corporation

Application Under Subsection 74(1) of the Securities Act 094/00 dated Jan. 25, 2000

Eicon Technology Corporation

Prospectus/AIF Receipt - NB dated Jan. 26, 2000

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

Eiger Technologies, Inc.

News Release - Share/Stock/Debtenture Information ** dated Jan. 21, 2000

News Release - Share/Stock/Debtenture Information ** dated Jan. 25, 2000

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

- News Release - Share/Stock/Debtenture Information ** dated Jan. 21, 2000
 News Release - Share/Stock/Debtenture Information ** dated Jan. 21, 2000
 News Release - Share/Stock/Debtenture Information ** dated Jan. 17, 2000
- ELI Eco Logic Inc.**
 News Release - Contract ** dated Feb. 7, 2000
- Elkhorn Gold Mining Corporation**
 News Release - Development - Land/Project/Product ** dated Feb. 2, 2000
- Emerald Pooled Funds**
 Application dated Feb. 4, 2000
- Emerald Private Capital Funds**
 Application under section 9.02 of National Policy No. 39 dated Jan. 21, 2000
 Ruling/Order/Reasons #081-00 dated Feb. 4, 2000
- eMerge Interactive, Inc.**
 Ruling/Order/Reasons 018/00 dated Jan. 28, 2000
- Emergo Software Corporation**
 Changed Meeting Date - March 21, 2000 dated Feb. 8, 2000
- Empire Company Limited**
 News Release - Issuer Bid ** dated Feb. 4, 2000
- Empress Capital Corp.**
 Interim Financial Statements for 06 mn period ended Dec. 31, 1999
 News Release - Letter of Intent ** dated Feb. 8, 2000
- EMR Microwave Technology Corporation**
 News Release - Agreement ** dated Feb. 3, 2000
 News Release - Share/Stock/Debtenture Information ** dated Feb. 7, 2000
- Encounter Energy Inc.**
 Private Placement (Form 45-501F1) dated Jan. 7, 2000
- Endeavour Resources Inc.**
 News Release - Acquisition ** dated Jan. 12, 2000
- Enerflex Systems Ltd.**
 News Release - Financial Statement/Operating Results ** dated Feb. 8, 2000
- Enervision Incorporated**
 Material Change Report - Other (Form 27) dated Jan. 14, 2000
- Epic Data International Inc.**
 News Release - Financial Statement/Operating Results ** dated Feb. 7, 2000
 News Release - Progress Report ** dated Jan. 31, 2000
 News Release - Progress Report ** dated Feb. 7, 2000
 News Release - Financial Statement/Operating Results ** dated Feb. 7, 2000
- Equess Communications Inc.**
 News Release - Finances/New Financing ** dated Feb. 7, 2000
- Equisure Financial Network Inc.**
 Application Pursuant to Subsection 127(1)2 068/00 dated Jan. 20, 2000
 News Release - Agreement ** dated Feb. 4, 2000
- EQUISURE INSURANCE SERVICES LTD.**
 Application Under the Mutual Reliance Review System 128/00 dated Feb. 2, 2000
- eStation.com Inc.**
 News Release - Finances/New Financing ** dated Feb. 7, 2000
 News Release - Share/Stock/Debtenture Information ** dated Feb. 8, 2000
- Eurasia Gold Corp.**
 News Release - Financial Statement/Operating Results ** dated Feb. 3, 2000
- European Technologies International Inc.**
 Record Date/Meeting Date - 02/29/2000 - 04/10/2000 dated Feb. 3, 2000
 Record Date/Meeting Date - February 29, 2000/April 10, 2000 dated Feb. 3, 2000
- Exceptional Technologies Fund 5 (VCC) Inc.**
 Material Change Report - Other (Form 27) dated Feb. 2, 2000
 News Release - Finances/New Financing ** dated Feb. 2, 2000
- Ezenet Corp.**
 News Release - Progress Report ** dated Feb. 4, 2000
- Fairchild Investments Ltd.**
 Material Change Report - Other (Form 27) dated Feb. 7, 2000
- Fairfax Financial Holdings Limited**
 Record Date/Meeting Date - March 3 / April 11 dated Feb. 7, 2000
 News Release - Financial Statement/Operating Results ** dated Feb. 4, 2000
- Fairhaven Resources Ltd.**
 News Release - Progress Report ** dated Feb. 4, 2000
- Falcon Oil & Gas Ltd.**
 News Release - Finances/New Financing ** dated Feb. 8, 2000
- Falcon Ventures International Corp.**
 News Release - Progress Report ** dated Feb. 2, 2000
 News Release - C.T.O.-Cease Trade Order ** dated Jan. 24, 2000
- Falconbridge Limited**
 Interim Financial Statements for 12 mn period ended Dec. 31, 1999
 News Release - Stock Option Notice ** dated Jan. 27, 2000
 Record Date/Meeting Date - March 1, 2000/April 18, 2000 dated Feb. 2, 2000
 News Release - Share/Stock/Debtenture Information ** dated Feb. 3, 2000
 Certificate of Mailing ** dated Feb. 4, 2000
- Far West Industries Inc.**
 Material Change Report - Other (Form 27) dated Feb. 4, 2000
 Issuer Bid Circular dated Feb. 2, 2000
- Fareport Capital Inc**
 News Release - Finances/New Financing ** dated Feb. 7, 2000
- FAS International Limited**
 Material Change Report - Other (Form 27) dated Feb. 3, 2000
 News Release - Development - Land/Project/Product ** dated Feb. 2, 2000
- FDX Corporation**
 Form 10Q for 06 mn period ended Nov. 30, 1999
- Fidelity Investments Canada Limited**
 Ruling/Order/Reasons 1043/99 dated Jan. 20, 2000
- Fidelity RSP European Growth Fund**
 Ruling/Order/Reasons 1043/99 dated Jan. 20, 2000
- Fidelity RSP Far East Fund**
 Ruling/Order/Reasons 1043/99 dated Jan. 20, 2000
- Fidelity RSP Focus Financial Services Fund**
 Ruling/Order/Reasons 1043/99 dated Jan. 20, 2000
- Fidelity RSP Focus Health Care Fund**
 Ruling/Order/Reasons 1043/99 dated Jan. 20, 2000
- Fidelity RSP Focus Technology Fund**
 Ruling/Order/Reasons 1043/99 dated Jan. 20, 2000
- Fidelity RSP Growth America Fund**
 Ruling/Order/Reasons 1043/99 dated Jan. 20, 2000
- Fidelity RSP Japanese Growth Fund**
 Ruling/Order/Reasons 1043/99 dated Jan. 20, 2000
- Fidelity RSP Overseas Fund**
 Ruling/Order/Reasons 1043/99 dated Jan. 20, 2000
- FINDORE GOLD RESOURCES LTD.**
 News Release - Change of Directors/Officers** dated Feb. 3, 2000
- Finning International Inc.**
 Issuer Bid Circular dated Feb. 7, 2000
 Issuer Bid Circular dated Feb. 7, 2000
 Certificate of Mailing ** dated Feb. 8, 2000
 News Release - Financial Statement/Operating Results ** dated Feb. 1, 2000
- FINOVA (Canada) Finance Inc.**
 Form 10Q for 09 mn period ended Sep. 30, 1999
 French Form 10Q for 09 mn period ended Sep. 30, 1999
 French Preliminary Short Form Prospectus dated Feb. 2, 2000
 French Revised Annual Information Form (NP 47) dated Oct. 14, 1999
 Prospectus/AIF Receipt - Alberta dated Feb. 4, 2000
 Prospectus/AIF Receipt - Quebec dated Feb. 4, 2000
 Prospectus/AIF Receipt - NS dated Feb. 4, 2000
 Prospectus/AIF Receipt - Nfld. dated Feb. 4, 2000
 Prospectus/AIF Receipt - Sask. dated Feb. 4, 2000
- Fintech Services Ltd.**
 News Release - Finances/New Financing ** dated Feb. 7, 2000
- Firm Capital Mortgage Investment Fund**
 News Release - Dividend Announced ** dated Feb. 4, 2000
- FIRM Funds**
 Changed Record Date/Meeting Date - January 27, 2000/March 1, 2000 dated Feb. 2, 2000
- First Host Hotel Corp.**
 Information Circular/Proxy/Notice of Meeting - Other dated May 12, 1999
- First Trust Canadian Trusts**
 Material Change Report - Other (Form 27) dated Feb. 7, 2000
 Ruling/Order/Reasons #004/00 dated Feb. 7, 2000
- First Trust Canadian Trusts - 2000-1**
 Ruling/Order/Reasons #001/00 dated Feb. 3, 2000
- Firstservice Corporation**
 Issuer Bid Circular dated Feb. 2, 2000
 News Release - Issuer Bid ** dated Feb. 3, 2000
- Fletcher Challenge Finance Canada Inc.**
 Interim Financial Statements for 06 mn period ended Dec. 31, 1999
- Flower Affairs Systems Corp.**
 News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000
- FMR Corp.**
 News Release - Share/Stock/Debtenture Information ** dated Jan. 26, 2000

Footmaxx Holdings Inc.

Report of Acquisition (Reg. S-101) dated Jan. 28, 2000
 Report of Acquisition (Reg. S-101) dated Jan. 28, 2000
 Material Change Report - Other (Form 27) dated Feb. 4, 2000

Forbes Medi-Tech Inc.

Material Change Report - Other (Form 27) dated Feb. 3, 2000
 News Release - Change of Directors/Officers** dated Feb. 3, 2000
 News Release - Share/Stock/Debtenture Information ** dated Jan. 21, 2000
 News Release - Share/Stock/Debtenture Information ** dated Jan. 17, 2000
 News Release - Share/Stock/Debtenture Information ** dated Jan. 17, 2000

Forest & Marine Financial Limited Partnership

PRO Material dated Dec. 22, 1999
 Prospectus dated Dec. 22, 1999

Forest & Marine Investment Trust

PRO Material dated Dec. 22, 1999
 Prospectus dated Dec. 22, 1999
 Prospectus/AIF Receipt - BC dated Dec. 22, 1999

Forest & Marine Investments Ltd.

PRO Material dated Dec. 22, 1999

Fortune Resources Corporation

News Release - C.T.O.-Cease Trade Order ** dated Jan. 25, 2000

Founder Resources Inc.

Certificate of Mailing ** dated Feb. 2, 2000

Four Seasons Hotels Inc.

News Release - Stock Option Notice ** dated Jan. 24, 2000

Fox Energy Corporation

News Release - Agreement ** dated Feb. 3, 2000

Franco-Nevada Mining Corporation Limited

Interim Financial Statements for 09 mn period ended Dec. 31, 1999
 Certificate of Mailing ** dated Aug. 6, 1999

Frank Russell Canada Limited

Application Under the Mutual Reliance Review System 101/00 dated Jan. 27, 2000

Franklin U.S. Small Cap Growth Fund

Application Pursuant to the Mutual Reliance Review System 085/00 dated Jan. 24, 2000

Frontier Pacific Mining Corporation

News Release - Development - Land/Project/Product ** dated Feb. 2, 2000

Fun System Software Inc.

Certificate of Mailing ** dated Feb. 2, 2000

Future Link Systems Inc.

News Release - Progress Report ** dated Feb. 7, 2000

Future Shop Ltd.

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

FutureLink Corp.

Material Change Report - Acquisition or Disposition of Assets dated Feb. 3, 2000
 News Release - Agreement ** dated Feb. 4, 2000
 News Release - Change of Directors/Officers** dated Feb. 7, 2000

Gala-Bari International Inc.

News Release - Finances/New Financing ** dated Feb. 7, 2000

Galaxy OnLine Inc.

Material Change Report - Other (Form 27) dated Feb. 4, 2000
 Material Change Report - Other (Form 27) dated Feb. 4, 2000

News Release - Progress Report ** dated Feb. 7, 2000

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

GDI Global Data Inc.

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

Geac Computer Corporation Limited

News Release - Poison Pill - Shareholders Rights Plan ** dated Feb. 7, 2000

Gemstar Communications Inc.

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

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

General Electric Company, p.l.c.

News Release - Share/Stock/Debtenture Information ** dated Dec. 9, 1999

Genetronics Biomedical Ltd.

News Release - Development - Land/Project/Product ** dated Feb. 2, 2000

GeneVest Inc.

News Release - Technology Update ** dated Feb. 7, 2000

Genoil Inc.

News Release - Agreement ** dated Feb. 2, 2000

Genomics One Corporation

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

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 18, 2000

Management Discussion and Analysis dated Sep. 30, 1999

Certificate of Mailing ** dated Feb. 7, 2000

Certificate of Mailing ** dated Feb. 7, 2000

Certificate of Mailing ** dated Feb. 7, 2000

Gentry Resources Ltd.

News Release - Progress Report ** dated Jan. 24, 2000

Geodex Minerals Ltd.

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

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

George Weston Limited

News Release - Issuer Bid ** dated Feb. 1, 2000

Geosimm Integrated Technologies Corporation

Interim Financial Statements for 06 mn period ended Nov. 30, 1999

Gladiator Minerals Inc.

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

News Release - Finances/New Financing ** dated Feb. 3, 2000

News Release - Acquisition ** dated Feb. 3, 2000

Glaxo Wellcome plc

News Release ** Discussions dated Jan. 14, 2000
 News Release - Agreement ** dated Jan. 21, 2000

News Release - Merger ** dated Jan. 17, 2000

Glen Roy Resources Inc.

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 31, 2000

Glenbriar Developments Ltd.

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

Glenmore Highlands Inc.

Material Change Report - Other (Form 27) dated Feb. 1, 2000

Global Election Systems Inc.

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

News Release - Stock Option Notice ** dated Feb. 8, 2000

News Release - Financial Statement/Operating Results ** dated Feb. 4, 2000

Global Net Entertainment Corp.

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

News Release - Agreement ** dated Feb. 2, 2000
 News Release - Letter of Intent ** dated Feb. 3, 2000

News Release - Agreement ** dated Feb. 2, 2000

Global Strategy Canadian Growth and Income Fund

Changed Record Date/Meeting Date - January 27, 2000/March 1, 2000 dated Feb. 2, 2000

Global Strategy Diversified Growth Fund

French Preliminary Simplified Prospectus & AIF dated Jan. 31, 2000

Prospectus/AIF Receipt - Nfld. dated Jan. 31, 2000

Prospectus/AIF Receipt - NV dated Jan. 31, 2000

Prospectus/AIF Receipt - Quebec dated Jan. 31, 2000

Prospectus/AIF Receipt - NWT dated Jan. 31, 2000

Prospectus/AIF Receipt - Sask. dated Jan. 31, 2000

Prospectus/AIF Receipt - NS dated Jan. 31, 2000

Global Thermoelectric Inc.

News Release - Development - Land/Project/Product ** dated Feb. 3, 2000

Globel Direct, Inc.

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

GLS Global Assets Ltd.

News Release - Technology Update ** dated Jan. 24, 2000

GMD Resource Corp.

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

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

Gold Reserve Inc.

News Release - New Listing/Delisting ** dated Feb. 1, 2000

Golden Fortune Investments Limited

Record Date/Meeting Date - 02/28/2000 - 04/07/2000 dated Feb. 7, 2000

Golden Goose Resources Inc.

Certificate of Mailing ** dated May 19, 1999
 Certificate of Mailing ** dated Aug. 27, 1999
 Certificate of Mailing ** dated Dec. 7, 1999

Golden Gram Capital Inc.

Rapport des verificateurs et etats financiers Aug. 31, 1999

Golden Kootenay Resources Inc.

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

Golden Peaks Resources Ltd.

News Release - Assay Results ** dated Feb. 3, 2000
 News Release - Finances/New Financing ** dated Feb. 4, 2000

Golden Queen Mining Co. Ltd.

News Release - Change of Directors/Officers** dated Feb. 4, 2000

Goldpark China Limited

Certificate of Mailing ** dated Feb. 3, 2000
 News Release - New Listing/Delisting ** dated Sep. 30, 1999

News Release - Development - Land/Project/Product ** dated Nov. 30, 1999

News Release - Acquisition ** dated Aug. 19, 1999

Goldray Inc.

News Release - Finances/New Financing ** dated Feb. 7, 2000

Goldzone Exploration Inc.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

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

Goodfellow Resources Ltd.

News Release - Progress Report ** dated Feb. 3, 2000

Government of Canada Money Market Fund

Offering Memorandum dated Jan. 18, 2000

Great Lakes Hydro Income Fund

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

Great Lakes Power Inc.

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

Green Line Balanced & Growth Funds

Application under section 9.02 of National Policy No. 39 dated Jan. 21, 2000

Ruling/Order/Reasons #081-00 dated Feb. 4, 2000

Green Line Global Select RSP Fund

Application pursuant to section 19.1 of NI and NP 12-201 dated Feb. 1, 2000

Green Line Index Funds

Application under section 19.1 of National Instrument 81-102 dated Feb. 4, 2000

Green Line RSP Funds

Application pursuant to section 19.1 of NI and NP 12-201 dated Feb. 1, 2000

Green Line Science & Technology RSP Fund

Application pursuant to section 19.1 of NI and NP 12-201 dated Feb. 1, 2000

Green Line U.S. Blue Chip Equity RSP Fund

Application pursuant to section 19.1 of NI and NP 12-201 dated Feb. 1, 2000

Green Point Resources Inc.

News Release - Advance Notice of AGM ** dated Feb. 2, 2000

News Release - Acquisition ** dated Feb. 2, 2000

Greenstone Resources Ltd.

Change of Address ** dated Jan. 25, 2000

Greenstreet Equities Inc.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

Grosvenor Services 99 Limited Partnership

Private Placement (Form 45-501F1) dated Dec. 23, 1999

Offering Memorandum dated Nov. 1, 1999

Private Placement (Form 45-501F1) dated Dec. 23, 1999

Group 1 Balanced Fund

Private Placement (Form 45-501F1) dated Jan. 5, 2000

Private Placement (Form 45-501F1) dated Jan. 5, 2000

Guardian Canadian Equity Value Fund

Simplified Prospectus and AIF dated Feb. 1, 2000

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

Guardian Group of Funds No. 4

Simplified Prospectus and AIF dated Feb. 1, 2000

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

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

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

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

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

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

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

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

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

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

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

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

Guardian Group of Funds No. 5

Ruling/Order/Reasons #002/00 dated Feb. 4, 2000

Simplified Prospectus and AIF dated Feb. 4, 2000

Prospectus/AIF Receipt - Quebec dated Feb. 8, 2000

Prospectus/AIF Receipt - NS dated Feb. 8, 2000

Prospectus/AIF Receipt - Quebec dated Feb. 8, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 8, 2000

Prospectus/AIF Receipt - Nfld. dated Feb. 8, 2000

Guardian RSP Global Technology Fund

Simplified Prospectus and AIF dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 8, 2000

GWR Resources Inc.

Material Change Report - Other (Form 27) dated Feb. 2, 2000

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

Haley Industries Limited

Record Date/Meeting Date - April 18, 2000/May 24, 2000 dated Feb. 4, 2000

Halliburton Company

Form 10-K/A Dec. 31, 1998

Form 10Q/A for 06 mn period ended June 30, 1999

HARMONY INVESTMENT POOLS

Prospectus/AIF Receipt - NV dated Jan. 28, 2000

Hars Systems Inc.

Audited Annual Financial Statement Sep. 30, 1999

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

Management Discussion and Analysis dated Sep. 30, 1999

Hebron Bay Resources Ltd.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

Hedong Energy Inc.

Material Change Report - Other (Form 27) dated Feb. 1, 2000

Change of Address ** dated Feb. 1, 2000

News Release - C.T.O.-Cease Trade Order ** dated Jan. 20, 2000

Helix Biopharma Corp.

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

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

Hemosol Inc.

News Release - Sales of Assets ** dated Feb. 3, 2000

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

Heroux Inc.

News Release - Contract ** dated Feb. 7, 2000

Highpoint Telecommunications Inc.

News Release - Joint Venture ** dated Feb. 2, 2000

Hillsborough Resources Limited

News Release - Reorganization/Restructuring of Company ** dated Feb. 1, 2000

Hollis Receivables Term Trust

Preliminary Prospectus dated Feb. 4, 2000

Preliminary Prospectus dated Feb. 4, 2000

Preliminary Prospectus dated Feb. 4, 2000

Preliminary Prospectus dated Feb. 4, 2000

French Preliminary Prospectus dated Feb. 4, 2000

French Preliminary Prospectus dated Feb. 4, 2000

French Preliminary Prospectus dated Feb. 4, 2000

French Preliminary Prospectus dated Feb. 4, 2000

French Prospectus/AIF Receipt - Quebec dated Feb. 4, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 4, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 4, 2000

Prospectus/AIF Receipt - NS dated Feb. 4, 2000

French Prospectus/AIF Receipt - Quebec dated Feb. 4, 2000

Prospectus/AIF Receipt - NS dated Feb. 4, 2000

Prospectus/AIF Receipt - NS dated Feb. 4, 2000

French Prospectus/AIF Receipt - Quebec dated Feb. 4, 2000

Prospectus/AIF Receipt - NS dated Feb. 4, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 4, 2000

Prospectus/AIF Receipt - NWT dated Feb. 4, 2000

Prospectus/AIF Receipt - NV dated Feb. 4, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 4, 2000

Prospectus/AIF Receipt - NWT dated Feb. 4, 2000

Prospectus/AIF Receipt - NV dated Feb. 4, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 4, 2000

Prospectus/AIF Receipt - NWT dated Feb. 4, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 4, 2000

Prospectus/AIF Receipt - NV dated Feb. 4, 2000

Home Capital Group Inc.

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

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

Home Ventures Ltd.

News Release - Agreement ** dated Feb. 7, 2000

Hoodoo Hydrocarbons Ltd.

News Release - Progress Report ** dated Feb. 3, 2000

HSBC Bank Canada

News Release - Financial Statement/Operating Results ** dated Feb. 1, 2000

HSBC Global Equity Fund

Early Warning Report dated Feb. 4, 2000

HSBC U.S. Equity Fund

Report of Acquisition (Reg. S-101) dated Feb. 4, 2000

The Hub Group Limited

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

Hubbard Holding Inc.

Annual Report Oct. 31, 1999

Audited Annual Financial Statement Oct. 31, 1999

- Management Discussion and Analysis dated Oct. 31, 1999
Amended Record Date/Meeting Date - January 18, 2000/February 28, 2000 dated Feb. 4, 2000
Certificate of Mailing ** dated Feb. 3, 2000
- Hummingbird Communications Ltd.**
Record Date/Meeting Date - February 16, 2000/March 23, 2000 dated Jan. 31, 2000
News Release - Development~Land/Project/Product ** dated Feb. 1, 2000
News Release - Technology Update ** dated Feb. 3, 2000
- Hurricane Hydrocarbons Ltd.**
Record Date/Meeting Date - Feb 14 / March 15 dated Jan. 31, 2000
- Hyal Pharmaceutical Corporation**
News Release - C.T.O.~Cease Trade Order ** dated Jan. 25, 2000
News Release - C.T.O.~Cease Trade Order ** dated Jan. 21, 2000
- I.A. Michael Investment Counsel Ltd.**
Ruling/Order/Reasons 302/99 File has been withdrawn by the applicant dated Feb. 4, 2000
Application Under Subsection 74(1) of the Securities Act 130/00 dated Feb. 1, 2000
- IAMGold Corporation**
News Release - Share/Stock/Debtenture Information ** dated Jan. 31, 2000
- ICON Laser Eye Centers, Inc.**
News Release - Development~Land/Project/Product ** dated Feb. 3, 2000
- Idaho Consolidated Metals Corp.**
News Release - Development~Land/Project/Product ** dated Feb. 7, 2000
- IITC Holdings Ltd.**
News Release - Agreement ** dated Jan. 21, 2000
- ILI Technologies Group Inc.**
News Release - Finances/New Financing ** dated Feb. 3, 2000
- Image Power, Inc.**
Certificate of Mailing ** dated Feb. 1, 2000
- Image Sculpting International Inc.**
News Release - Recipient Added dated Feb. 1, 2000
- Imaging Dynamics Corporation**
Information Circular/Proxy/Notice of Meeting - Other dated Feb. 1, 2000
Certificate of Mailing ** dated Feb. 3, 2000
- IMARK Corporation**
News Release - Progress Report ** dated Feb. 7, 2000
- Imasco Limited**
Report of Acquisition (Reg. S-101) dated Feb. 1, 2000
- IMC Ventures Inc.**
Interim Financial Statements for 09 mn period ended Nov. 30, 1999
- IMI International Medical Innovations Inc.**
News Release - Agreement ** dated Feb. 4, 2000
- Immune Network Research Ltd.**
Material Change Report - Other (Form 27) dated Jan. 26, 2000
Material Change Report - Other (Form 27) dated Feb. 2, 2000
Material Change Report - Other (Form 27) dated Feb. 3, 2000
News Release - Share/Stock/Debtenture Information ** dated Jan. 25, 2000
News Release - Development~Land/Project/Product ** dated Feb. 3, 2000
- Imperial Ginseng Products Ltd.**
News Release - Progress Report ** dated Feb. 1, 2000
- Income Financial Trust**
News Release - Issuer Bid ** dated Feb. 7, 2000
- Independence Resources Inc.**
Material Change Report - Other (Form 27) dated Feb. 8, 2000
News Release - Stock Option Notice ** dated Feb. 7, 2000
- Independent Factors Ltd.**
News Release - Dividend Announced ** dated Feb. 2, 2000
- Indo-Pacific Energy Ltd.**
Material Change Report - Other (Form 27) dated Feb. 3, 2000
News Release - Progress Report ** dated Feb. 7, 2000
- Industrial, Ivy, Cundill (Series C) and Universal Funds, The**
Record Date/Meeting Date - February 24, 2000/March 29, 2000 dated Feb. 2, 2000
- Industrial-Alliance Life Insurance Company**
Ruling/Order/Reasons dated Feb. 4, 2000
Ruling/Order/Reasons 1115/99 dated Jan. 11, 2000
BC Notice dated Feb. 7, 2000
Prospectus dated Feb. 3, 2000
IPO - Initial Public Offering dated Feb. 3, 2000
Prospectus/AIF Receipt - Quebec dated Feb. 3, 2000
Prospectus/AIF Receipt - NS dated Feb. 3, 2000
Prospectus/AIF Receipt - Nfld. dated Feb. 3, 2000
Prospectus/AIF Receipt - Sask. dated Feb. 3, 2000
Prospectus/AIF Receipt - NB dated Feb. 3, 2000
Prospectus/AIF Receipt - Quebec dated Feb. 8, 2000
- InfoInteractive Inc.**
News Release - Financial Statement/Operating Results ** dated Feb. 3, 2000
News Release - Progress Report ** dated Feb. 2, 2000
News Release - Progress Report ** dated Feb. 1, 2000
- Infocline Technologies Ltd.**
Certificate of Mailing ** dated Feb. 1, 2000
News Release - Financial Statement/Operating Results ** dated Feb. 3, 2000
- Informission Group Inc.**
News Release - Acquisition ** dated Feb. 1, 2000
News Release - Financial Statement/Operating Results ** dated Feb. 7, 2000
- Infowave Software, Inc.**
News Release - Progress Report ** dated Feb. 2, 2000
- Inlet Resources Ltd.**
Material Change Report - Other (Form 27) dated Feb. 8, 2000
News Release - Progress Report ** dated Feb. 7, 2000
- Inovision Technologies Inc.**
News Release - Stock Option Notice ** dated Feb. 8, 2000
- INSCAPE (tm)**
Ruling/Order/Reasons 070/00 File has been withdrawn by the applicant dated Jan. 25, 2000
News Release - Takeover Bid ** dated Feb. 3, 2000
- Inscape Acquisition Inc.**
Ruling/Order/Reasons 070/00 File has been withdrawn by the applicant dated Jan. 25, 2000
- Integrated Business Systems & Services Inc**
News Release - Progress Report ** dated Feb. 8, 2000
- Inter-Citic Mineral Technologies Inc.**
News Release - Joint Venture ** dated Feb. 4, 2000
- International Absorbents Inc.**
News Release - Agreement ** dated Feb. 3, 2000
- International Alliance Resources Inc.**
Record Date/Meeting Date - 02/21/2000 - 03/28/2000 dated Feb. 7, 2000
- International Annax Ventures Inc.**
Material Change Report - Other (Form 27) dated Jan. 31, 2000
- International Bio Recovery Corporation**
News Release - Change of Directors/Officers** dated Feb. 8, 2000
- International Chalce Resources Inc.**
Material Change Report - Other (Form 27) dated Feb. 3, 2000
News Release - Letter of Intent ** dated Feb. 3, 2000
- International Comstock Explorations Ltd.**
Material Change Report - Other (Form 27) dated Feb. 3, 2000
- International Datashare Corporation**
Certificate of Mailing ** dated Jan. 31, 2000
- International Enexco Limited**
News Release - Development~Land/Project/Product ** dated Feb. 8, 2000
- International Frontier Resources Corporation**
News Release - Development~Land/Project/Product ** dated Feb. 2, 2000
- International Green Ice Inc.**
Material Change Report - Other (Form 27) dated Feb. 1, 2000
News Release - Share/Stock/Debtenture Information ** dated Feb. 1, 2000
- International Jaguar Equities Inc.**
Material Change Report - Other (Form 27) dated Feb. 7, 2000
News Release - Finances/New Financing ** dated Feb. 7, 2000
News Release - Stock Option Notice ** dated Feb. 4, 2000
News Release - Finances/New Financing ** dated Feb. 8, 2000
- International Kirkland Minerals Inc.**
Material Change Report - Other (Form 27) dated Feb. 1, 2000
- International Northair Mines Ltd.**
Record Date/Meeting Date - June 16 / July 25 dated Feb. 2, 2000
- International Paper Company**
Form 8-K dated Jan. 12, 2000
- International Prime Technologies Inc.**
News Release - C.T.O.~Cease Trade Order ** dated Jan. 25, 2000
- International Properties Group Ltd.**
News Release - Progress Report ** dated Dec. 15, 1999
News Release - Financial Statement/Operating Results ** dated Dec. 16, 1999
News Release - Progress Report ** dated Jan. 6, 2000
News Release - Progress Report ** dated Jan. 25, 2000
News Release - Progress Report ** dated Feb. 1, 2000

International Pursuit Corporation

Material Change Report - Other (Form 27) dated Jan. 31, 2000

International Sales Information Systems Inc.

News Release - Stock Option Notice ** dated Feb. 3, 2000

International Starteck Industries Ltd.

News Release - Letter of Intent ** dated Feb. 7, 2000

International Taurus Resources Inc.

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

News Release - Progress Report ** dated Jan. 26, 2000

International Thunderbird Gaming Corporation

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

News Release - Joint Venture ** dated Feb. 7, 2000

News Release - Joint Venture ** dated Feb. 7, 2000

International Uranium Corporation

News Release - Financial Statement/Operating Results ** dated Feb. 4, 2000

International Water-Guard Industries Inc.

Record Date/Meeting Date - February 22, 2000/March 28, 2000 dated Feb. 3, 2000

International Wayside Gold Mines Ltd.

News Release - Development-Land/Project/Product ** dated Feb. 1, 2000

Certificate of Mailing ** dated Feb. 3, 2000

Interprovincial Venture Capital Corporation

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 31, 1999

InterRent Properties Ltd.

Material Change Report - Other (Form 27) dated Feb. 2, 2000

News Release - Acquisition ** dated Feb. 2, 2000

News Release - Acquisition ** dated Feb. 2, 2000

News Release - Acquisition ** dated Feb. 2, 2000

Intrawest Corporation

French Renewal Annual Information Form (NP 47) dated Sep. 13, 1999

News Release - Share/Stock/Debtenture Information ** dated Jan. 10, 2000

Intrepid Minerals Corporation

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

Report of Acquisition (Reg. S-101) dated Jan. 17, 2000

Intrinsyc Software, Inc.

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

News Release - Agreement ** dated Feb. 7, 2000

Invesprint Corporation

Material Change Report - Other (Form 27) dated Feb. 4, 2000

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

Investors Group Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 4, 2000

News Release - Issuer Bid ** dated Feb. 4, 2000

Investors Group/2000 Funds

Prospectus/AIF Receipt - Nfld. dated Jan. 31, 2000

Prospectus/AIF Receipt - NV dated Jan. 31, 2000

Prospectus/AIF Receipt - Sask. dated Jan. 31, 2000

Prospectus/AIF Receipt - Quebec dated Jan. 31, 2000

Prospectus/AIF Receipt - NS dated Jan. 31, 2000

Prospectus/AIF Receipt - NWT dated Jan. 31, 2000

IPL Inc.

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

IPSCO Inc.

News Release - Dividend Announced ** dated Feb. 4, 2000

News Release - Dividend Announced ** dated Feb. 4, 2000

Island-Arc Resources Corporation

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

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

News Release - Development-Land/Project/Product ** dated Feb. 3, 2000

ITEC-Mineral Inc.

Prospectus/AIF Receipt - Quebec dated Feb. 4, 2000

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

ITL Capital Corporation

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

Material Change Report - Other (Form 27) dated Feb. 4, 2000

News Release - Progress Report ** dated Feb. 3, 2000

News Release - Stock Option Notice ** dated Feb. 4, 2000

iUnits S&P/TSE 60 Index Participation Fund

French Amendment to Prospectus dated Septembre 24, 1999 dated Jan. 19, 2000

Prospectus/AIF Receipt - Quebec dated Jan. 31, 2000

Ivaco Inc.

News Release - Progress Report ** dated Feb. 7, 2000

Ivanhoe Energy Inc.

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

IVS Intelligent Vehicle Systems Inc.

News Release - New Listing/Delisting ** dated Feb. 2, 2000

iWave.Com, Inc.

Material Change Report - Other (Form 27) dated Jan. 26, 2000

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

IX CAPITAL INC.

Material Change Report - Other (Form 27) dated Feb. 2, 2000

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

News Release - Agreement - Terminated dated Feb. 2, 2000

Jannock Limited

Ruling/Order/Reasons 012/00 dated Jan. 7, 2000

Ruling/Order/Reasons 1154/99 dated Jan. 26, 2000

Application Pursuant to Section 182 of the Business Corp. Act 1154/99 dated Dec. 23, 1999

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

Jannock Properties Limited

Application Pursuant to Section 182 of the Business Corp. Act 1154/99 dated Dec. 23, 1999

Ruling/Order/Reasons 1154/99 dated Jan. 26, 2000

Janus RSP American Equity Fund

Ruling/Order/Reasons #1065/99 dated Jan. 26, 2000

Janus RSP Global Equity Fund

Ruling/Order/Reasons #1065/99 dated Jan. 26, 2000

Jaws Tecnologics Inc.

Material Change Report - Other (Form 27) dated Jan. 31, 2000

Offering Memorandum dated Dec. 13, 1999

Jersey Petroleum Inc.

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

News Release - Progress Report ** dated Jan. 31, 2000

John Deere Credit Inc.

Form 10-K & 10-K/A Oct. 31, 1999

Jones Heward Group of Funds

Application under section 9.02 of National Policy No. 39 dated Jan. 21, 2000

Jordex Resources Inc.

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 4, 2000

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

News Release - Acquisition ** dated Feb. 2, 2000

News Release - Share/Stock/Debtenture Information ** dated Jan. 26, 2000

Kaieteur Resource Corporation

News Release - Acquisition ** dated Jan. 26, 2000

Kalahari Resources Inc.

News Release - Development-Land/Project/Product ** dated Feb. 1, 2000

Kenrich Mining Corporation

Certificate of Mailing ** dated Feb. 4, 2000

Kermode Resources Ltd.

News Release - Agreement ** dated Feb. 3, 2000

Kernow Resources and Developments Ltd.

News Release - Assay Results ** dated Feb. 2, 2000

King Communications International Inc

News Release - C.T.O.-Cease Trade Order ** dated Jan. 26, 2000

News Release - C.T.O.-Cease Trade Order ** dated Jan. 25, 2000

News Release - Change of Directors/Officers** dated Feb. 3, 2000

King Communications International Limited

News Release - C.T.O.-Cease Trade Order ** dated Jan. 26, 2000

Kingsway International Holdings Limited

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

News Release - Finances/New Financing ** dated Feb. 3, 2000

Certificate of Mailing ** dated Feb. 7, 2000

Kinross Gold Corporation

News Release - Financial Statement/Operating Results ** dated Feb. 4, 2000

Klondex Mines Ltd.

News Release - Finances/New Financing ** dated Feb. 7, 2000

Kolyma Goldfields Ltd.

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

KRL Resources Corp.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

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

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

Kyrgoil Corporation

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 25, 2000

Certificate of Mailing ** dated Feb. 7, 2000

L.E.H. Ventures Ltd.

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

News Release - Acquisition ** dated Feb. 7, 2000
News Release - Advance Notice of AGM ** 04/11/2000 dated Feb. 7, 2000

Ladies' Golf Club of Toronto Limited

Audited Annual Financial Statement Nov. 30, 1999

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

Laguna Gold Company

Material Change Report - Other (Form 27) dated Jan. 4, 2000

Laidlaw Inc.

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

Lakota Resources Inc.

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

Laperriere & Verreault Inc. (Groupe)

News Release - Financial Statement/Operating Results ** dated Feb. 4, 2000

Lasik Vision Corporation

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

Material Change Report - Other (Form 27) dated Feb. 8, 2000

News Release - Technology Update ** dated Feb. 8, 2000

News Release - Change of Directors/Officers** dated Feb. 2, 2000

Lassonde Industries Inc.

Record Date/Meeting Date - March 17, 2000/May 3, 2000 dated Feb. 4, 2000

News Release - Issuer Bid ** dated Jan. 28, 2000

LATelco International, Inc.

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

News Release - Finances/New Financing ** dated Feb. 7, 2000

Leading Brands, Inc.

Interim Financial Statements for 09 mn period ended Dec. 4, 1999

Learnsoft Corporation

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

Legacy Hotels Real Estate Investment Trust

Record Date/Meeting Date - 03/01/2000 - 04/13/2000 dated Feb. 1, 2000

Leitak Enterprises Ltd.

Interim Financial Statements for 06 mn period ended Nov. 30, 1999

Lenox Polymers Limited

Application for Extension 116/00 dated Jan. 20, 2000

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

Limtech Lithium Metal Technologies Inc.

Rapport annuel July 31, 1999

Rapport des verificateurs et etats financiers July 31, 1999

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

Record Date/Meeting Date - February 26, 2000/April 5, 2000 dated Feb. 2, 2000

Lindsey Morden Group Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 4, 2000

Liquidation World Inc.

Annual Report Oct. 3, 1999

Audited Annual Financial Statement Oct. 3, 1999
Annual Information Form (Policy 5.10) dated Jan. 26, 2000

Management Discussion and Analysis dated Oct. 3, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Dec. 16, 1999

Little, Dennis John

Ruling/Order/Reasons dated Jan. 21, 2000

LMX Resources Ltd.

News Release - Agreement ** dated Feb. 7, 2000

Load Resources Ltd.

Amended Record Date/Meeting Date - February 8, 2000/March 28, 2000 dated Jan. 12, 2000

Loblaws Companies Limited

Prospectus/Pricing-Supplement No. 3 dated Jan. 19, 2000

News Release - Issuer Bid ** dated Feb. 1, 2000

Logibec Groupe Informatique Ltee.

Annual Report Sep. 30, 1999

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

French Information Circular/Proxy/Notice of Meeting - Other dated Jan. 24, 2000

Management Discussion and Analysis dated Sep. 30, 1999

Logiciels Fund Sytems Inc. (Ies)

French News Release - C.T.O.-Cease Trade Order ** dated Jan. 27, 2000

News Release - C.T.O.-Cease Trade Order ** dated Jan. 27, 2000

Loring Ward Investment Counsel Ltd.

Application Under the Mutual Reliance Review System 120/00 dated Jan. 31, 2000

Lorus Therapeutics Inc.

Application Pursuant to the Mutual Reliance Review System 127/00 dated Feb. 1, 2000

LucasVarity Plc

News Release - C.T.O.-Cease Trade Order ** dated Jan. 28, 2000

Luminex Ventures Inc.

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

News Release - Finances/New Financing ** dated Feb. 7, 2000

Luscar Coal Income Fund

News Release - Agreement ** dated Feb. 4, 2000

Luxell Technologies Inc.

Record Date/Meeting Date - Feb 22 / March 30 dated Feb. 4, 2000

LWT Services Inc.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

Mackenzie Financial Corporation

Application Under the Mutual Reliance Review System 111/00 dated Jan. 28, 2000

Material Change Report - Other (Form 27) dated Feb. 4, 2000

Ruling/Order/Reasons 764/99 dated Dec. 2, 1999
News Release - Issuer Bid ** dated Feb. 4, 2000

Madenta Inc.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

Madison Enterprises Corp.

News Release - Finances/New Financing ** dated Feb. 3, 2000

Majestic Gold Corp.

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

Malette Inc.

News Release - Acquisition ** dated Feb. 2, 2000
News Release - Acquisition ** dated Feb. 3, 2000

Malette Quebec Inc.

T.S.E. Notice to Members ** dated Jan. 25, 2000

Mandarin Goldfields Inc.

News Release - Stock Option Notice ** dated Feb. 1, 2000

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

Manitoba Telecom Services Inc.

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

Mansfield Minerals Inc.

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

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

The Manufacturers Life Insurance Company

Application Under Paragraph 80(b)(iii) of the Securities Act 097/00 dated Jan. 24, 2000

Marathon Foods Inc.

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

Marathon Performance Canadian 60 Fund

Simplified Prospectus and AIF dated Feb. 2, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Marathon Performance Canadian Balanced Fund

Simplified Prospectus and AIF dated Feb. 2, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Marathon Performance Canadian Cash Manager Fund

Simplified Prospectus and AIF dated Feb. 2, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

MARATHON PERFORMANCE GROUP OF FUNDS

Simplified Prospectus and AIF dated Feb. 2, 2000
Prospectus/AIF Receipt - NB dated Feb. 7, 2000
Prospectus/AIF Receipt - Nfld. dated Feb. 7, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Prospectus/AIF Receipt - NS dated Feb. 7, 2000
Prospectus/AIF Receipt - BC dated Feb. 7, 2000
Prospectus/AIF Receipt - Manitoba dated Feb. 7, 2000

Prospectus/AIF Receipt - Alberta dated Feb. 7, 2000

Prospectus/AIF Receipt - PEI dated Feb. 7, 2000

Marathon Performance Large Cap Canadian Fund

Simplified Prospectus and AIF dated Feb. 2, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Marathon Performance Large Cap U.S. Fund

Simplified Prospectus and AIF dated Feb. 2, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Marathon Resource Fund

Simplified Prospectus and AIF dated Feb. 2, 2000
Prospectus/AIF Receipt - Nfld. dated Feb. 7, 2000
Prospectus/AIF Receipt - NB dated Feb. 7, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Prospectus/AIF Receipt - Manitoba dated Feb. 7, 2000

Prospectus/AIF Receipt - NS dated Feb. 7, 2000
Prospectus/AIF Receipt - Sask. dated Feb. 7, 2000

Prospectus/AIF Receipt - BC dated Feb. 7, 2000
Prospectus/AIF Receipt - Alberta dated Feb. 7, 2000

Marchwell Capital Corp.

Material Change Report - Acquisition or Disposition of Assets dated Feb. 4, 2000
News Release - Acquisition *Cancelled dated Feb. 3, 2000

Masuparia Gold Corporation

Material Change Report - Other (Form 27) dated Feb. 4, 2000

News Release - Development~Land/Project/Product ** dated Feb. 4, 2000

Match Capital Resources Corporation

Record Date/Meeting Date - March 9, 2000/April 17, 2000 dated Feb. 3, 2000

Record Date/Meeting Date - March 9, 2000/April 17, 2000 dated Feb. 2, 2000

Maxima Capital Inc.

T.S.E. Notice to Members ** dated Jan. 25, 2000

Maximum Ventures Inc.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

Material Change Report - Other (Form 27) dated Feb. 4, 2000

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

Record Date/Meeting Date - 02/21/2000 - 03/30/2000 dated Feb. 4, 2000

News Release - Finances/New Financing ** dated Feb. 3, 2000

MAXXUM RSP Funds

Ruling/Order/Reasons #1065/99 dated Jan. 26, 2000

Mazaruni Minerals Inc.

Interim Financial Statements for 09 mn period ended Sep. 30, 1999

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

mBase.com Inc

News Release - Contract ** dated Feb. 3, 2000

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

MC2 Learning Systems Inc.

Amended Record Date/Meeting Date - February 4, 2000/March 24, 2000 dated Feb. 2, 2000

MCAP Inc.

News Release - Name Change ** dated Jan. 1, 2000

McGraw-Hill Ryerson Limited

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

McVicar Minerals Ltd.

Material Change Report - Other (Form 27) dated Jan. 31, 2000

McWatters Mining Inc.

Material Change Report - Other (Form 27) dated Jan. 28, 2000

Prospectus/AIF Receipt - NS dated Feb. 7, 2000

News Release - Progress Report ** dated Jan. 31, 2000

Prospectus/AIF Receipt - NS dated Feb. 7, 2000

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

Prospectus/AIF Receipt - Alberta dated Feb. 7, 2000

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

Prospectus/AIF Receipt - Alberta dated Feb. 7, 2000

Prospectus/AIF Receipt - Nfld. dated Feb. 8, 2000

Prospectus/AIF Receipt - Nfld. dated Feb. 8, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 7, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 7, 2000

Mecca Medi-Tech Inc.

Material Change Report - Other (Form 27) dated Feb. 1, 2000

Alternative AIF dated Feb. 3, 2000

MedcomSoft Inc.

News Release - Share/Stock/Debtenture Information ** dated Jan. 13, 2000

Medicure Inc.

Material Change Report - Other (Form 27) dated Feb. 1, 2000

News Release - Development~Land/Project/Product ** dated Feb. 2, 2000

Medius Communications Inc.

Interim Financial Statements for 09 mn period ended Sep. 30, 1999

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

Megawheels.com Inc.

Certificate of Mailing ** dated Jan. 28, 2000

Mentor Graphics Corp

Record Date/Meeting Date - 03/06/00 / 05/11/00 dated Jan. 19, 2000

Meridian Peak Resources Corp.

Material Change Report - Other (Form 27) dated Feb. 2, 2000

News Release - Development~Land/Project/Product ** dated Feb. 2, 2000

News Release - Development~Land/Project/Product ** dated Feb. 2, 2000

Merrill Lynch & Co., Inc.

Form 8-K dated Jan. 25, 2000

News Release - Change of Directors/Officers** dated Jan. 26, 2000

Record Date/Meeting Date - 02/23/00 / 04/18/00 dated Jan. 24, 2000

News Release - Financial Statement/Operating Results ** dated Jan. 25, 2000

Merrill Lynch Canadian Smaller Companies Equity Fund

Application Pursuant to Section 9.02 of National Policy No. 39 110/00 dated Jan. 27, 2000

Merrill Lynch Internet Strategies Fund

Application Pursuant to Section 9.02 of National Policy No. 39 110/00 dated Jan. 27, 2000

Merrill Lynch Internet Strategies RSP Fund

Application Pursuant to Section 9.02 of National Policy No. 39 110/00 dated Jan. 27, 2000

Merrill Lynch® Funds 2000

Prospectus/AIF Receipt - NV dated Jan. 28, 2000

Metco Resources Inc.

Prospectus/AIF Receipt - Quebec dated Feb. 2, 2000

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

Metro-Richelieu Inc.

Issuer Bid Circular dated Feb. 4, 2000

Mezuma Inc.

Audited Annual Financial Statement Aug. 31, 1999

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

MFC Bancorp Ltd.

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

Microbix Biosystems Inc.

Record Date/Meeting Date - Feb 22 / March 28 dated Jan. 28, 2000

Microforum Inc.

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

News Release - Acquisition ** dated Feb. 3, 2000

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

Midasco Gold Corp.

Audited Annual Financial Statement Dec. 31, 1999

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

Middlefield Growth Fund Limited

Form 38 dated Jan. 21, 2000

Mighty Beaut Minerals Inc.

News Release - Change of Directors/Officers** dated Feb. 3, 2000

Mikes Restaurants Inc.

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

Mill City International Inc.

Certificate of Mailing ** dated May 31, 1999

Millennium Energy Inc.

Material Change Report - Other (Form 27) dated Feb. 2, 2000

News Release - Issuer Bid ** dated Feb. 4, 2000

Milltronics Ltd.

Takeover Bid Circular - Other - Cash dated Feb. 4, 2000

Directors' Circular (Form 34) dated Feb. 4, 2000

Minaterra Minerals Ltd.

Change of Auditors (Policy 31) dated Jan. 7, 2000

Minco Mining & Metals Corporation

News Release - Assay Results ** dated Feb. 1, 2000

Minera Andes Inc.

Material Change Report - Other (Form 27) dated Feb. 2, 2000

Material Change Report - Other (Form 27) dated Feb. 8, 2000

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

News Release - Development~Land/Project/Product ** dated Jan. 31, 2000

Mishibishu Gold Corporation

News Release - Share/Stock/Debtenture Information ** dated Jan. 26, 2000

The Mississauga Golf and Country Club Limited

Audited Annual Financial Statement Sep. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Nov. 10, 1999

Mitel Corporation

Form 10Q for 09 mn period ended Dec. 24, 1999

Modern Records Inc.

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

News Release - Stock Option Notice ** dated Feb. 3, 2000

Moffat Communications Limited

Audited Annual Financial Statement Feb. 7, 2000

News Release - Jurisdiction Added dated Feb. 8, 2000

News Release - Jurisdiction Added dated Feb. 8, 2000

News Release - Jurisdiction Added dated Feb. 8, 2000

News Release - Jurisdiction Added dated Feb. 8, 2000

News Release - Jurisdiction Added dated Feb. 8, 2000

News Release - Jurisdiction Added dated Feb. 8, 2000

News Release - Jurisdiction Added dated Feb. 8, 2000

News Release - Jurisdiction Added dated Feb. 8, 2000

News Release - Jurisdiction Added dated Feb. 8, 2000

News Release - Jurisdiction Added dated Feb. 8, 2000

News Release - Jurisdiction Added dated Feb. 8, 2000

News Release - Jurisdiction Added dated Feb. 8, 2000

Mortice Kern Systems Inc.

News Release - Stock Option Notice ** dated Jan. 24, 2000
 News Release - Stock Option Notice ** dated Jan. 24, 2000
 News Release - Stock Option Notice ** dated Jan. 24, 2000
 News Release - Stock Option Notice ** dated Jan. 24, 2000
 News Release - Stock Option Notice ** dated Jan. 20, 2000
 News Release - Stock Option Notice ** dated Jan. 24, 2000
 News Release - Stock Option Notice ** dated Jan. 24, 2000
 News Release - Stock Option Notice ** dated Jan. 24, 2000
 News Release - Stock Option Notice ** dated Jan. 20, 2000

Mosaic Technologies Corporation

Change of Auditors (Policy 31) dated Feb. 1, 2000
 News Release - Stock Option Notice ** dated Feb. 3, 2000
 News Release - Change of Directors/Officers** dated Feb. 4, 2000

Mosaia Technologies Incorporated

Ruling/Order/Reasons 1095/99 dated Jan. 28, 2000

Moss Resources Inc.

Interim Financial Statements for 09 mn period ended Nov. 30, 1999

Motion International Inc.

News Release - Change of Directors/Officers** dated Feb. 4, 2000
 News Release - Progress Report ** dated Feb. 8, 2000

Mount Hope Resources Corp.

News Release - Name Change ** dated Feb. 1, 2000

Mountain Boy Minerals Ltd.

IPO - Initial Public Offering dated Jan. 31, 2000
 Preliminary Prospectus dated Jan. 31, 2000
 Prospectus/AIF Receipt - BC dated Feb. 3, 2000

Mountain Province Mining Inc.

Material Change Report - Other (Form 27) dated Jan. 31, 2000

Moxie Petroleum Ltd.

News Release - New Listing/Delisting ** dated Jan. 31, 2000

Moydow Mines International Inc.

Annual Report Dec. 31, 1998

MSI Energy Services Inc.

Annual Report Oct. 31, 1999
 Audited Annual Financial Statement Oct. 31, 1999
 Information Circular/Proxy/Notice of Meeting - Other dated Feb. 3, 2000
 Certificate of Mailing ** dated Feb. 4, 2000
 Certificate of Mailing ** dated Feb. 4, 2000
 Certificate of Mailing ** dated Feb. 4, 2000

Multi-Asset, Multi-Style, Multi Global Equity

RSP Pool
 Simplified Prospectus and AIF dated Feb. 3, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Multi-Asset, Multi-Style, Multi-Manager

Canadian Equity Pool
 Simplified Prospectus and AIF dated Feb. 3, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Multi-Asset, Multi-Style, Multi-Manager Cdn

Fixed Income Poo
 Simplified Prospectus and AIF dated Feb. 3, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Multi-Asset, Multi-Style, Multi-Manager

Money Market Pool
 Simplified Prospectus and AIF dated Feb. 3, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Multi-Asset, Multi-Style, Multi-Manager

Overseas Equity Pool
 Simplified Prospectus and AIF dated Feb. 3, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Multi-Asset, Multi-Style, Multi-Manager

Pools, The
 Simplified Prospectus and AIF dated Feb. 3, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Prospectus/AIF Receipt - BC dated Feb. 7, 2000
 Prospectus/AIF Receipt - Manitoba dated Feb. 7, 2000

Prospectus/AIF Receipt - Alberta dated Feb. 7, 2000

Prospectus/AIF Receipt - NB dated Feb. 7, 2000

Prospectus/AIF Receipt - PEI dated Feb. 7, 2000

Prospectus/AIF Receipt - NWT dated Feb. 7, 2000

Prospectus/AIF Receipt - Sask: dated Feb. 7, 2000

Prospectus/AIF Receipt - NS dated Feb. 7, 2000

Prospectus/AIF Receipt - Nfld. dated Feb. 7, 2000

Prospectus/AIF Receipt - NV dated Feb. 7, 2000

Multi-Asset, Multi-Style, Multi-Manager US

Equity Pool

Simplified Prospectus and AIF dated Feb. 3, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Multi-Asset, Multi-Style, Multi-Mgr Emerging

Markets Equity P

Simplified Prospectus and AIF dated Feb. 3, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Multi-Glass International Inc.

Articles of Amendment dated Jan. 14, 2000

Multiple Opportunities Fund

Prospectus dated Jan. 7, 2000

Prospectus/AIF Receipt - BC dated Jan. 7, 2000

Prospectus/AIF Receipt - Yukon dated Jan. 12, 2000

Muskox Minerals Corp.

Change of Year End (Policy 51) dated Jan. 24, 2000

Mutapa Copper and Cobalt Inc.

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

Mutual Beacon Fund

Application Pursuant to the Mutual Reliance Review System 085/00 dated Jan. 24, 2000

Mytec Technologies Inc.

News Release - Progress Report ** dated Feb. 3, 2000

N-45° First CMBS Issuer Corporation

Change of Auditors (Policy 31) dated Dec. 30, 1999

Namex Explorations Inc.

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

Napier International Technologies Inc.

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

News Release - Share/Stock/Debenture Information ** dated Nov. 29, 1999

National Bank Financial Inc.

Application Under the Mutual Reliance Review System 138/00 dated Feb. 4, 2000

National Bank Global Equity Fund

Ruling/Order/Reasons dated Jan. 28, 2000

National Bank Global Equity RSP Fund

Ruling/Order/Reasons dated Jan. 28, 2000

National Bank of Canada

News Release - Agreement ** dated Feb. 2, 2000

National Bank Securities Inc.

Ruling/Order/Reasons dated Jan. 28, 2000

Nav Canada

Prospectus/AIF Receipt - Quebec dated Feb. 4, 2000

Prospectus/AIF Receipt - Quebec dated Feb. 4, 2000

Navigator Exploration Corp.

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

Navitrac International Corporation

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

News Release - Contract ** dated Feb. 3, 2000

News Release - Agreement ** dated Jan. 27, 2000

Naxos Resources Ltd.

News Release - Assay Results ** dated Feb. 2, 2000

NCE Diversified Income Trust

Prospectus/AIF Receipt - Ontario dated Jan. 5, 2000

NDT Ventures Ltd.

Record Date/Meeting Date - Sept 18 / Oct 23 dated Feb. 2, 2000

Nesbitt Burns Inc.

Application Under the Mutual Reliance Review System 138/00 dated Feb. 4, 2000

Net Nanny Software International Inc.

News Release - Agreement ** dated Jan. 27, 2000

Net Shepherd Inc.

News Release - Progress Report ** dated Feb. 3, 2000

News Release - Development - Land/Project/Product ** dated Feb. 3, 2000

NETgraphe Inc.

Certificate of Mailing ** dated Feb. 1, 2000

Network Gaming International Corp.

News Release - Development - Land/Project/Product ** dated Feb. 3, 2000

New Blue Ribbon Resources Ltd.

News Release - Development - Land/Project/Product ** dated Feb. 1, 2000

New Millennium Metals Corporation

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

Initial Annual Information Form (NP 47) dated Feb. 1, 2000

Record Date/Meeting Date - 02/21/2000 - 04/10/2000 dated Feb. 7, 2000

News Release - 20-F REGISTRATION STATEMENT APPROVED dated Feb. 1, 2000

Newgrowth Corp.

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

Newquest Energy Inc.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

Nexfor Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 4, 2000

French News Release - Financial Statement/Operating Results ** dated Feb. 4, 2000

Nexmedia Technologies Inc.

News Release - Finances/New Financing ** dated Feb. 3, 2000

Nexsys Commtech International Inc

Application for Relief Under OSC Policy 9.1 119/00 dated Jan. 31, 2000

Next Millennium Commercial Corp.

Schedule C to Form 61 dated Feb. 4, 2000

Nexttrip.Com Travel Inc.

Change of Auditors (Policy 31) dated Feb. 4, 2000
Material Change Report - Other (Form 27) dated Feb. 8, 2000

News Release - Progress Report ** dated Feb. 7, 2000

Nexus North American Balanced Fund

Private Placement (Form 20) dated Jan. 10, 2000

NHC Communications Inc.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

News Release - Contract ** dated Jan. 26, 2000
News Release - Progress Report ** dated Feb. 8, 2000

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

Nickelodeon Minerals Inc.

News Release - Progress Report ** dated Feb. 7, 2000

Niko Resources Ltd.

News Release - Development~ Land/Project/Product ** dated Feb. 3, 2000

Noble China Inc.

News Release - Dividend Announced ** dated Feb. 3, 2000

Nora Exploration Inc.

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

Prospectus/AIF Receipt - Quebec dated Feb. 4, 2000

Certificate of Mailing ** dated Feb. 7, 2000

Norcal Resources Ltd.

Record Date/Meeting Date - April 17, 2000/May 24, 2000 dated Feb. 2, 2000

Nordac Resources Ltd.

News Release - Stock Option Notice ** dated Feb. 8, 2000

North West Company Fund

News Release - Cash Distribution dated Feb. 1, 2000

Northgate Exploration Limited

Material Change Report - Other (Form 27) dated Feb. 8, 2000

Application Pursuant to Section 3.2 of Commission Policy 9.1 121/00 dated Jan. 31, 2000

News Release - Acquisition ** dated Feb. 7, 2000

Northlinks Limited

Record Date/Meeting Date - Cancelled dated Feb. 2, 2000

Record Date/Meeting Date - March 1 / April 5 dated Feb. 1, 2000

Northside Group Inc.

Annual Information Form (Policy 5.10) dated Feb. 2, 2000

Certificate of Mailing ** dated Feb. 2, 2000

Nova Chemicals Corporation

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

Nova Scotia Power Inc.

Record Date/Meeting Date - 03/20/2000 - 05/03/2000 dated Feb. 7, 2000

NovaDx International Inc.

Audited Annual Financial Statement June 30, 1999

Application Pursuant to Subsection 144(1) 090/00 dated Jan. 21, 2000

Certificate of Mailing ** dated Feb. 2, 2000

News Release - C.T.O.-Cease Trade Order ** dated Jan. 28, 2000

NovaTech Power Corporation

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

NovaWest Resources Inc.

News Release - Acquisition ** dated Feb. 7, 2000
News Release - 50 CLAIMS AWARDED dated Feb. 2, 2000

NPS Allelix Inc.

Articles of Amendment dated Dec. 23, 1999

NS Power Holdings Inc.

Record Date/Meeting Date - 03/20/2000 -05/03/2000 dated Feb. 7, 2000

Nu-Lite Industries Ltd.

Certificate of Mailing ** dated Feb. 4, 2000

Nustar Resources Inc.

News Release - Stock Option Notice ** dated Feb. 1, 2000

Nutrilawn International Inc.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

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

Nuvo Network Management Inc.

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

Nycan Energy Corp.

News Release - Share/Stock/Debenture Information ** dated Dec. 8, 1999

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

O&Y; FPT Inc.

Application Pursuant to the Mutual Reliance Review System 114/00 dated Jan. 28, 2000

Private Placement (Form 45-501F1) dated Dec. 15, 1999

Offering Memorandum dated Dec. 1, 1999

O'Shaughnessy Canadian Equity Fund

Form 38 dated Jan. 31, 2000

Occidental Petroleum Corporation

Form 8-K dated Jan. 26, 2000

OCI Communications Inc.

Record Date/Meeting Date - February 11, 2000/March 23, 2000 dated Feb. 3, 2000

Octagon Industries Inc.

News Release - Progress Report ** dated Feb. 3, 2000

News Release - Agreement ** dated Feb. 4, 2000

Octane Energy Services Ltd.

News Release - Issuer Bid ** dated Feb. 2, 2000
News Release - Issuer Bid ** dated Feb. 8, 2000

Ogy Petroleum Ltd.

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

Oil Springs Energy Corp.

Change of Auditors (Policy 31) dated Feb. 2, 2000

Olco Petroleum Group Inc.

Issuer Bid Circular dated Nov. 17, 1999

Old Canada Investment Corporation**Limited**

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

News Release - Agreement ** dated Jan. 27, 2000

Omni Resources Inc.

News Release - Acquisition ** dated Feb. 2, 2000

Ona Energy Inc.

News Release - Acquisition ** dated Feb. 2, 2000

Onex Corporation.

News Release - IPO dated Feb. 2, 2000

Ontario Teachers' Group Dividend Fund

Amended Simplified Prospectus and AIF dated Jan. 31, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

The Ontario Teachers' Group Funds

Amended Simplified Prospectus and AIF dated Jan. 31, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

The Ontario Teachers' Group Global Value Fund

Amended Simplified Prospectus and AIF dated Jan. 31, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Ontario Teachers' Group Investment Fund - Balanced Section

Amended Simplified Prospectus and AIF dated Jan. 31, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

The Ontario Teachers' Group Investment Fund

Amended Simplified Prospectus and AIF dated Jan. 31, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Ontario Teachers' Group Investment Fund-Diversified Section

Amended Simplified Prospectus and AIF dated Feb. 7, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Ontario Teachers' Group Investment Fund-Fixed Value Section

Amended Simplified Prospectus and AIF dated Jan. 31, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Ontario Teachers' Group Investment Fund-Mtge Income Section

Amended Simplified Prospectus and AIF dated Jan. 31, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Open Text Corporation

News Release - Financial Statement/Operating Results ** dated Jan. 31, 2000

OPTIMA STRATEGY GROUP OF FUNDS (No. 3)

Prospectus/AIF Receipt - Sask. dated Jan. 31, 2000

Prospectus/AIF Receipt - Nfld. dated Jan. 31, 2000

French Prospectus/AIF Receipt - Quebec dated Jan. 31, 2000

Prospectus/AIF Receipt - NS dated Jan. 31, 2000

Prospectus/AIF Receipt - NWT dated Jan. 31, 2000

ORBIT GROUP OF FUNDS

Prospectus/AIF Receipt - Quebec dated Jan. 26, 2000

Orezone Resources Inc.

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

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

Organic, Inc.

News Release - Stock Option Notice ** dated Jan. 21, 2000

Oriole Systems Inc.

News Release - Stock Option Notice ** dated Jan. 31, 2000

Orion Resource Corporation

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

OSF Inc.

NOTICE OF VARIATION AND EXTENSION dated Feb. 2, 2000

NOTICE OF CHANGE to the DIRECTORS' CIRCULAR dated Feb. 2, 2000

T.S.E. Notice to Members ** dated Jan. 25, 2000

News Release - Acquisition ** dated Feb. 2, 2000

Certificate of Mailing ** dated Feb. 3, 2000

Osprey Energy Ltd.

Audited Annual Financial Statement June 30, 1998

Otatco Inc.

Record Date/Meeting Date - February 18, 2000/March 24, 2000 dated Feb. 2, 2000

Owens Corning

Form 8-K dated Jan. 25, 2000

Pacific Amber Resources Ltd.

Audited Annual Financial Statement Dec. 31, 1998

Pacific E-Link Corporation

News Release - Progress Report ** dated Feb. 7, 2000

Pacific Northwest Capital Corp.

News Release - Finances/New Financing ** dated Jan. 31, 2000

News Release - Assay Results ** dated Feb. 8, 2000

Pacific Rodera Ventures Inc.

Material Change Report - Other (Form 27) dated Feb. 2, 2000

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

News Release - Finances/New Financing ** dated Feb. 7, 2000

News Release - Development~Land/Project/Product ** dated Feb. 2, 2000

Pacific Safety Products Inc.

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

Paladin Labs Inc.

News Release - New Listing/Delisting ** dated Feb. 3, 2000

News Release - Development~Land/Project/Product ** dated Feb. 2, 2000

Pallaum Minerals Ltd.

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

News Release - Development~Land/Project/Product ** dated Feb. 3, 2000

Pamlico Resources Ltd.

Material Change Report - Other (Form 27) dated Feb. 2, 2000

News Release - Finances/New Financing ** dated Jan. 31, 2000

Pan American Resources Inc.

News Release - Share/Stock/Debtenture Information ** dated Jan. 25, 2000

Pan Asia Mining Corp.

News Release - Change of Directors/Officers** dated Feb. 1, 2000

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

Pan Pacific U.S. Shopping Center I Limited Partnership

Valuation Report dated Nov. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 2, 2000

Pangea Goldfields Inc.

News Release - Assay Results ** dated Feb. 3, 2000

Panterra Minerals Inc.

News Release - Consolidation/Name Change ** dated Feb. 2, 2000

Paperboard Industries International Inc.

Interim Financial Statements for 12 mn period ended Feb. 2, 2000

Para-Tech Energy Services Inc.

Information Circular/Proxy/Notice of Meeting - Other dated Jan. 17, 2000

Paramount Ventures and Finance Inc.

News Release - Joint Venture ** dated Feb. 8, 2000

Parkcrest Explorations Ltd.

Material Change Report - Other (Form 27) dated Feb. 8, 2000

News Release - Finances/New Financing ** dated Feb. 3, 2000

Parton Capital Inc.

Interim Financial Statements for 09 mn period ended Nov. 30, 1999

Patchgear.com Inc.

Material Change Report - Other (Form 27) dated Jan. 31, 2000

Material Change Report - Other (Form 27) dated Jan. 31, 2000

Material Change Report - Other (Form 27) dated Jan. 31, 2000

Patricia Mining Corp.

News Release - Acquisition ** dated Feb. 4, 2000

PC Chips Corporation

Certificate of Mailing ** dated Feb. 3, 2000

Certificate of Mailing ** dated Jan. 24, 2000

Certificate of Mailing ** dated Jan. 24, 2000

Certificate of Mailing ** dated Jan. 24, 2000

PC Docs Group International Inc.

Application Pursuant to Section 83 of the Securities Act 818/99 dated Sep. 28, 1999

PCS Wireless, Inc.

News Release - Contract ** dated Feb. 2, 2000

Peace Arch Entertainment Group Inc.

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

News Release - Financial Statement/Operating Results ** dated Jan. 27, 2000

News Release - Contract ** dated Feb. 4, 2000

Peachtree Network Inc.

Preliminary Prospectus dated Jan. 28, 2000

IPO - Initial Public Offering dated Jan. 28, 2000

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

Peat Resources Limited

Certificate of Mailing ** dated Jan. 31, 2000

Pegasus Gold Inc.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 28, 2000

Pegaz Energy Inc.

News Release ** Meeting Re-scheduled for March 17 dated Feb. 4, 2000

News Release - Changed Meeting Date dated Feb. 4, 2000

Pele Mountain Resources Inc.

News Release - Share/Stock/Debtenture Information ** dated Jan. 20, 2000

Pelorus Navigation Systems Inc.

Certificate of Mailing ** dated Feb. 2, 2000

Pender Capital Corp.

Material Change Report - Resignation of Director (s) dated Feb. 1, 2000

Perkins Papers Ltd.

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

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

Perle Systems Limited

News Release - Development~Land/Project/Product ** dated Jan. 31, 2000

Petro Reef Resources Ltd

News Release - Development~Land/Project/Product ** dated Feb. 1, 2000

Petrobank Energy and Resources Ltd.

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

Petrospec Technologies Inc.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

PEYTO Exploration & Development Corp.

News Release - Acquisition ** dated Feb. 2, 2000

Phoenix International Life Sciences Inc.

Certificate of Mailing ** dated Feb. 1, 2000

Phonetime Inc

News Release - Sales of Assets ** dated Feb. 2, 2000

PhotoChannel Networks Inc.

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

Pico Holdings, Inc.

Form 10-K/A Dec. 31, 1998

Form 10Q/A for 06 mn period ended June 30, 1999

Form 10Q/A for 09 mn period ended Sep. 30, 1999

Form 10Q/A for 03 mn period ended Mar. 31, 1999

Material Change Report - Other (Form 27) dated Feb. 8, 2000

News Release - Progress Report ** dated Jan. 28, 2000

Pine Resource Corporation

News Release - Stock Option Notice ** dated Feb. 8, 2000

Pivotal Corporation

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

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

Placer Dome Inc.

News Release - Hedging Suspended dated Feb. 4, 2000

News Release - Development~Land/Project/Product ** dated Feb. 4, 2000

Plata Mining Limited

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

Platinex Inc.

Offering Memorandum dated May 12, 1999

Player Petroleum Corporation

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

Plexmar Resources Inc.

Record Date/Meeting Date -02/04/2000 - 03/30/2000 dated Feb. 8, 2000

PLM Group Ltd.

Issuer Bid Circular dated Feb. 1, 2000

News Release - Change of Directors/Officers** dated Feb. 3, 2000

News Release - Issuer Bid ** dated Jan. 19, 2000

Polycorp Inc.

News Release - Issuer Bid ** dated Feb. 8, 2000

Polyphalt Inc.

Material Change Report - Other (Form 27) dated Feb. 2, 2000

- Record Date/Meeting Date - Feb 11 / March 22 dated Feb. 4, 2000
News Release - Finances/New Financing ** dated Feb. 1, 2000
- Prairie Pacific Energy Corporation**
News Release - Development-Land/Project/Product ** dated Feb. 7, 2000
- Premier Cdn Enterprises Ltd.**
News Release - Reorganization/Restructuring of Company ** dated Dec. 22, 1999
- Prima Developments Ltd.**
News Release - Finances/New Financing ** dated Feb. 3, 2000
- Prime Plus Mortgage Trust III**
News Release - Jurisdiction Added dated Feb. 7, 2000
News Release - Jurisdiction Added dated Feb. 7, 2000
- Prime Spot Media Inc.**
Record Date/Meeting Date - Feb 18 / March 24 dated Feb. 7, 2000
- Primetel Communications Inc.**
Interim Financial Statements for 09 mn period ended Dec. 31, 1999
- Primetech Electronics Inc.**
Prospectus/AIF Receipt - Quebec dated Feb. 7, 2000
- Primo Resources International Inc.**
Material Change Report - Other (Form 27) dated Feb. 7, 2000
Material Change Report - Other (Form 27) dated Feb. 7, 2000
News Release - Stock Option Notice ** dated Feb. 2, 2000
- Prince Resource Corporation**
Interim Financial Statements for 06 mn period ended Sep. 30, 1999
Interim Financial Statements for 03 mn period ended June 30, 1999
Interim Financial Statements for 06 mn period ended Sep. 30, 1999
- Probe Resources Ltd.**
News Release - Share/Stock/Debtenture Information ** dated Feb. 3, 2000
- Process Capital Corp.**
Ruling/Order/Reasons 1110/99 dated Jan. 7, 2000
- Procyon Biopharma Inc.**
News Release - Share/Stock/Debtenture Information ** dated Feb. 1, 2000
News Release - Agreement ** dated Feb. 7, 2000
- Profab Energy Services Ltd.**
News Release - Share/Stock/Debtenture Information ** dated Feb. 2, 2000
- Profile Resources Inc.**
Interim Financial Statements for 06 mn period ended Nov. 30, 1999
- Promax Energy Inc.**
Material Change Report - Other (Form 27) dated Feb. 7, 2000
Material Change Report - Other (Form 27) dated Feb. 7, 2000
Change of Year End (Policy 51) dated Feb. 8, 2000
News Release - Change of Year End ** dated Feb. 7, 2000
News Release - Acquisition ** dated Jan. 28, 2000
News Release - Finances/New Financing ** dated Feb. 4, 2000
News Release - Change of Directors/Officers** dated Jan. 11, 2000
- Prydz, Mikael**
Notice of Hearing dated Jan. 31, 2000
- Pure Gold Minerals Inc.**
Interim Financial Statements for 06 mn period ended Nov. 30, 1999
- Quail Ridge Capital Corp.**
Material Change Report - Other (Form 27) dated Jan. 25, 2000
News Release - Finances/New Financing ** dated Jan. 24, 2000
- Quebecor Inc.**
Audited Annual Financial Statement Dec. 31, 1999
News Release - Financial Statement/Operating Results ** dated Feb. 8, 2000
- Quebecor Printing Inc.**
Audited Annual Financial Statement Dec. 31, 1999
News Release - Financial Statement/Operating Results ** dated Feb. 4, 2000
Record Date/Meeting Date - 03/13/2000 - 04/25/2000 dated Feb. 7, 2000
- Queenston Mining Inc.**
News Release - Development-Land/Project/Product ** dated Feb. 3, 2000
- Queensway Financial Holdings Limited**
Application Under Subsection 74(1) of the Securities Act 096/00 dated Jan. 25, 2000
- Quinto Mining Corp.**
News Release - Progress Report ** dated Feb. 8, 2000
- R Split Corporation**
News Release ** Distribution dated Feb. 8, 2000
- Radar Acquisitions Corp.**
News Release - Agreement ** dated Feb. 3, 2000
- Ramarro Resources Inc.**
Annual Report Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999
Management Discussion and Analysis dated Sep. 30, 1999
News Release - Issuer Bid ** dated Feb. 7, 2000
- Ranchero Oil & Gas Ltd.**
Material Change Report - Acquisition or Disposition of Assets dated Feb. 2, 2000
Takeover Bid Circular - Other - Cash dated Feb. 1, 2000
- Raudin Exploration Inc.**
Interim Financial Statements for 09 mn period ended Sep. 30, 1999
- RAYSTAR ENTERPRISES LTD.**
Material Change Report - Other (Form 27) dated Feb. 4, 2000
News Release - Development-Land/Project/Product ** dated Feb. 4, 2000
- Raytec Capital Corp.**
News Release - Progress Report ** dated Feb. 7, 2000
- RBC Dominion Securities Inc.**
Audited Annual Financial Statement Oct. 31, 1999
Application Under the Mutual Reliance Review System 138/00 dated Feb. 4, 2000
- RDM Corporation**
News Release - Financial Statement/Operating Results ** dated Feb. 7, 2000
News Release - Agreement ** dated Feb. 8, 2000
- RealPulse.com, Inc.**
Application Under Subsection 74(1) of the Securities Act 112/00 dated Jan. 27, 2000
- Recycled Solutions for Industry Inc.**
Certificate of Mailing ** dated Jan. 31, 2000
- RED LANTERN CORPORATION**
Preliminary Prospectus dated Jan. 31, 2000
IPO - Initial Public Offering dated Jan. 31, 2000
Prospectus/AIF Receipt - Alberta dated Jan. 31, 2000
- Red Sea Oil Corporation**
Material Change Report - Other (Form 27) dated Feb. 3, 2000
News Release - Progress Report ** dated Feb. 7, 2000
- Red Sea Technologies Ltd.**
Amended Record Date/Meeting Date - February 7, 2000/March 27, 2000 dated Feb. 7, 2000
Amended Record Date/Meeting Date - February 7, 2000/March 27, 2000 dated Feb. 7, 2000
- Redmond Ventures Corp.**
Certificate of Mailing ** dated Feb. 3, 2000
Certificate of Mailing ** dated Feb. 3, 2000
Certificate of Mailing ** dated Feb. 3, 2000
- Redstar Resources Corp.**
Material Change Report - Other (Form 27) dated Feb. 3, 2000
News Release - Share/Stock/Debtenture Information ** dated Feb. 2, 2000
News Release - Progress Report ** dated Feb. 4, 2000
- Regal Goldfields Limited**
Annual Report Dec. 31, 1998
Information Circular/Proxy/Notice of Meeting - Other dated Jan. 10, 2000
Information Circular/Proxy/Notice of Meeting - Other dated Jan. 10, 2000
Certificate of Mailing ** dated Feb. 4, 2000
Meeting Date - February 14, 2000 dated Feb. 7, 2000
Certificate of Mailing ** dated Feb. 4, 2000
- Regional Cablesystems Inc.**
Prospectus/AIF Receipt - NB dated Feb. 3, 2000
Certificate of Mailing ** dated Feb. 2, 2000
- Relax Hotels Windsor 1988 Limited Partnership**
Report of Acquisition (Reg. S-101) dated Feb. 3, 2000
- Reliance Services Group Ltd.**
News Release - Acquisition ** dated Feb. 3, 2000
Record Date/Meeting Date - February 18, 2000/March 24, 2000 dated Feb. 2, 2000
- RENT-A-WRECK CAPITAL INC.**
Record Date/Meeting Date - 02/25/2000 - 03/31/2000 dated Feb. 8, 2000
- Repadre Capital Corporation**
News Release - Financial Statement/Operating Results ** dated Feb. 4, 2000
- Repap Enterprises Inc.**
French News Release - Financial Statement/Operating Results ** dated Feb. 1, 2000
News Release - Financial Statement/Operating Results ** dated Feb. 1, 2000
- REQUEST SEISMIC SURVEYS LTD.**
Material Change Report - Other (Form 27) dated Feb. 4, 2000
- Reserve Royalty Corporation**
News Release - Change of Directors/Officers** dated Feb. 3, 2000
- Rex Diamond Mining Corporation**
News Release - Development-Land/Project/Product ** dated Feb. 1, 2000
News Release - Assay Results ** dated Feb. 2, 2000
News Release - Acquisition ** dated Feb. 7, 2000
- Rimfire Minerals Corporation**
News Release - Stock Option Notice ** dated Feb. 2, 2000
- Rocca Resources Ltd.**
News Release - Progress Report ** dated Jan. 28, 2000
News Release - Progress Report ** dated Jan. 28, 2000

- Amnded Record Date/Meeting Date - January 28, 2000/March 8, 2000 dated Feb. 8, 2000
- Rock Resources Inc.**
Material Change Report - Other (Form 27) dated Jan. 27, 2000
- Roctest Ltd.**
News Release - Progress Report ** dated Feb. 7, 2000
- Rogers Communications Inc.**
News Release - Merger ** dated Feb. 7, 2000
French News Release - Merger ** dated Feb. 7, 2000
- Rogers Sugar Income Fund**
News Release - Financial Statement/Operating Results ** dated Feb. 7, 2000
- RoNa Inc.**
News Release - Acquisition ** dated Feb. 7, 2000
News Release - Progress Report ** dated Feb. 2, 2000
News Release - Progress Report ** dated Feb. 2, 2000
News Release - Progress Report ** dated Feb. 2, 2000
- Rothmans Inc.**
Ruling/Order/Reasons 1153/99 dated Jan. 14, 2000
Ruling/Order/Reasons 1146/99 dated Jan. 11, 2000
Short Form Prospectus dated Feb. 4, 2000
Certificate of Mailing ** dated June 11, 1999
Certificate of Mailing ** dated June 11, 1999
Prospectus/AIF Receipt - Nfld. dated Feb. 4, 2000
Prospectus/AIF Receipt - PEI dated Feb. 4, 2000
Prospectus/AIF Receipt - Ontario dated Feb. 4, 2000
Prospectus/AIF Receipt - Quebec dated Feb. 4, 2000
Certificate of Mailing ** dated June 11, 1999
Certificate of Mailing ** dated June 11, 1999
Prospectus/AIF Receipt - NB dated Feb. 4, 2000
Prospectus/AIF Receipt - NS dated Feb. 4, 2000
Prospectus/AIF Receipt - Sask. dated Feb. 4, 2000
News Release - Issuer Bid ** dated Feb. 1, 2000
- Royal Balanced Fund**
Form 38 dated Jan. 31, 2000
- Royal Balanced Growth Fund**
Form 38 dated Jan. 31, 2000
- Royal Bank Investment Management Inc.**
Application under section 9.02 of National Policy No. 39 dated Jan. 21, 2000
Ruling/Order/Reasons #081-00 dated Feb. 4, 2000
- Royal Bank of Canada**
Prospectus/AIF Receipt - NB dated Feb. 3, 2000
Prospectus/AIF Receipt - Quebec dated Feb. 7, 2000
Prospectus/AIF Receipt - NWT dated Feb. 7, 2000
- Royal Canadian Equity Fund**
Form 38 dated Jan. 31, 2000
- Royal Canadian Index Fund**
Form 38 dated Jan. 31, 2000
- Royal Canadian Value Fund**
Form 38 dated Jan. 31, 2000
- Royal Laser Tech Corporation**
News Release - Takeover Bid ** dated Feb. 2, 2000
- Royal Managed Canadian Bond Pool**
Offering Memorandum dated Jan. 18, 2000
- Royal Managed Canadian Money Market Pool**
Offering Memorandum dated Jan. 18, 2000
- Royal Managed Global Bond Pool**
Offering Memorandum dated Jan. 18, 2000
- Royal Managed International Equity Pool**
Offering Memorandum dated Jan. 18, 2000
- Royal Managed Large Capitalization Canadian Equity Pool**
Offering Memorandum dated Jan. 18, 2000
- Royal Managed Large Capitalization U.S. Equity Pool**
Offering Memorandum dated Jan. 18, 2000
- Royal Managed Mid/Small Capitalization Canadian Equity Pool**
Offering Memorandum dated Jan. 18, 2000
- Royal Managed RRSP International Equity Pool**
Offering Memorandum dated Jan. 18, 2000
- Royal Managed RRSP Large Capitalization U.S. Equity Pool**
Offering Memorandum dated Jan. 18, 2000
- Royal Mutual Funds Inc.**
Form 38 dated Jan. 31, 2000
Form 38 dated Jan. 31, 2000
- Royal Oak Mines Inc.**
Application Pursuant to Subsection 74(1) of the Securities Act 086/00 dated Jan. 20, 2000
News Release - C.T.O.-Cease Trade Order ** dated Feb. 1, 2000
- Royal Premium Canadian Index Fund**
Form 38 dated Jan. 31, 2000
- RT Capital Management Inc.**
Offering Memorandum dated Jan. 18, 2000
Ruling/Order/Reasons 1156/99 dated Jan. 11, 2000
- RT Investment Counsel Inc.**
Offering Memorandum dated Jan. 18, 2000
- Russel Metals Inc.**
News Release - Sales of Assets ** dated Feb. 7, 2000
- Russell Group/Canadian Equity Fund**
Application Under the Mutual Reliance Review System 101/00 dated Jan. 27, 2000
- Russell Group/Canadian Fixed Income Fund**
Application Under the Mutual Reliance Review System 101/00 dated Jan. 27, 2000
- Russell Group/Global Equity Fund**
Application Under the Mutual Reliance Review System 101/00 dated Jan. 27, 2000
- Russell Group/Overseas Equity Fund**
Application Under the Mutual Reliance Review System 101/00 dated Jan. 27, 2000
- Russell Group/U.S. Equity Fund**
Application Under the Mutual Reliance Review System 101/00 dated Jan. 27, 2000
- Russell Lifepoints Achievement Fund**
Application Under the Mutual Reliance Review System 101/00 dated Jan. 27, 2000
- Russell Lifepoints Opportunity Fund**
Application Under the Mutual Reliance Review System 101/00 dated Jan. 27, 2000
- Russell Lifepoints Progress Fund**
Application Under the Mutual Reliance Review System 101/00 dated Jan. 27, 2000
- Ryan Energy Technologies Inc.**
News Release - Technology Update ** dated Feb. 2, 2000
- Rystar Communications Ltd.**
Material Change Report - Other (Form 27) dated Feb. 3, 2000
News Release - Finances/New Financing ** dated Feb. 3, 2000
- Saddle Resources Inc.**
OSC NOTICE TO PUBLIC dated Jan. 25, 2000
- Saddlerock Resources Inc.**
News Release - Progress Report ** dated Feb. 4, 2000
- Salomon Smith Barney CDA Inc.**
Application Under the Mutual Reliance Review System 138/00 dated Feb. 4, 2000
- Samex Mining Corp.**
Material Change Report - Other (Form 27) dated Feb. 3, 2000
News Release - Letter of Intent ** dated Feb. 3, 2000
- Samson Healthcare Corp.**
Material Change Report - Other (Form 27) dated Feb. 2, 2000
News Release - Share/Stock/Debtenture Information ** dated Jan. 31, 2000
- SAMsports.com Inc.**
Material Change Report - Other (Form 27) dated Feb. 2, 2000
News Release - Share/Stock/Debtenture Information ** dated Feb. 2, 2000
News Release ** dated Feb. 7, 2000
- Santa Catalina Mining Corp.**
Material Change Report - Other (Form 27) dated Feb. 8, 2000
- Sat-Tel Corporation**
News Release - Progress Report ** dated Feb. 4, 2000
- Savanna Resources Ltd.**
Material Change Report - Other (Form 27) dated Feb. 2, 2000
News Release - Strategic Alliance dated Feb. 3, 2000
- Saxon Gold Corp.**
Audited Annual Financial Statement Oct. 31, 1999
Information Circular/Proxy/Notice of Meeting - Other dated Feb. 1, 2000
Certificate of Mailing ** dated Feb. 4, 2000
Certificate of Mailing ** dated Feb. 4, 2000
- SBI Skin Biology Incorporated**
Material Change Report - Other (Form 27) dated Feb. 3, 2000
News Release - Stock Option Notice ** dated Feb. 3, 2000
- Schwanberg International Incorporated**
Record Date/Meeting Date - February 14, 2000/March 17, 2000 dated Feb. 2, 2000
- Sci-Tec Instruments Inc.**
News Release - Share/Stock/Debtenture Information ** dated Feb. 2, 2000
- Scorpion Minerals Inc.**
News Release ** Business Combination dated Feb. 3, 2000
- Scotia Capital Inc.**
Application Under the Mutual Reliance Review System 138/00 dated Feb. 4, 2000
- Scott's Restaurants Inc.**
Application Pursuant to the Mutual Reliance Review System 987/99 dated Nov. 4, 1999
- Searchgold Resources Inc.**
Rapport des verificateurs et etats financiers Aug. 31, 1999
Rapport annuel Aug. 31, 1999
French Information Circular/Proxy/Notice of Meeting - Other dated Jan. 14, 2000
French Certificate of Mailing ** dated Jan. 21, 2000
Certificate of Mailing ** dated Jan. 21, 2000
Certificate of Mailing ** dated Jan. 21, 2000

Sears Canada Inc.

Record Date/Meeting Date - March 1, 2000/April 17, 2000 dated Feb. 4, 2000

The Second Cup Ltd

Certificate of Mailing ** dated Feb. 1, 2000

Sedex Mining Corp.

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

Information Circular/Proxy/Notice of Meeting - Other dated Dec. 15, 1999

Letter to Shareholders ** dated Nov. 30, 1999

Senco Sensors Inc.

Audited Annual Financial Statement Feb. 7, 2000
Amended Exchange Offering Prospectus dated Feb. 7, 2000

Senvest Capital Inc.

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

Serena Resources Ltd.

Audited Annual Financial Statement Aug. 31, 1999

Serengeti Minerals Ltd.

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

News Release - Agreement ** Termination dated Feb. 3, 2000

Serval Integrated Energy Services

News Release - C.T.O.-Cease Trade Order ** dated Jan. 11, 2000

Seventh Wave Capital Corp.

IPO - Initial Public Offering dated Jan. 31, 2000
Preliminary Prospectus dated Jan. 31, 2000
Prospectus/AIF Receipt - Alberta dated Feb. 1, 2000

Shampan Lamport Holdings Limited

News Release - Merger ** dated Feb. 4, 2000

Shane Resources Ltd.

News Release - Acquisition ** dated Jan. 27, 2000

Shaw Communications Inc.

Certificate of Mailing ** dated Jan. 21, 2000
News Release - Development~ Land/Project/Product ** dated Feb. 2, 2000
News Release - Share/Stock/Debtenture Information ** dated Jan. 31, 2000
News Release - Share/Stock/Debtenture Information ** dated Jan. 25, 2000

Shell Canada Limited

News Release - Financial Statement/Operating Results ** dated Jan. 26, 2000

Record Date/Meeting Date - 03/08/2000 - 04/26/2000 dated Feb. 2, 2000

Sheridan Reserve Incorporated

Material Change Report - Other (Form 27) dated Feb. 2, 2000

Sherwood Petroleum Ltd.

Material Change Report - Other (Form 27) dated Feb. 8, 2000

Material Change Report - Other (Form 27) dated Feb. 4, 2000

Shiningbank Energy Income Fund

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

Shoppers Acquisition Corporation

Ruling/Order/Reasons 1094/99 dated Jan. 14, 2000

Shore Gold Inc.

News Release - Development~ Land/Project/Product ** dated Feb. 8, 2000

Sierra Systems Group Inc.

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

SIGEM Inc.

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

Signalgene Inc.

News Release - Progress Report ** dated Feb. 3, 2000

Silver Standard Resources Inc.

News Release - Filing Fees dated Feb. 8, 2000
News Release - Filing Fees dated Feb. 8, 2000

Sino-Forest Corporation

News Release - Share/Stock/Debtenture Information ** dated Jan. 25, 2000

Skyjack Inc.

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

SLMsoft.com Inc.

Ruling/Order/Reasons 077/00 dated Jan. 28, 2000

Certificate of Mailing ** dated May 31, 1999

Certificate of Mailing ** dated Nov. 30, 1999

Small Fry Snack Foods Limited

Material Change Report - Acquisition or Disposition of Assets dated Feb. 3, 2000

SmartSales Inc.

News Release - Development~ Land/Project/Product ** dated Feb. 1, 2000

SMC Equity Partners Limited Partnership 1999

Private Placement (Form 20) dated Dec. 24, 1999

SMED International Inc.

French Directors' Circular (Form 34) dated Jan. 31, 2000

Takeover Bid Circular - Other - Cash dated Jan. 28, 2000

Directors' Circular (Form 34) dated Jan. 31, 2000
Ruling/Order/Reasons 070/00 File has been withdrawn by the applicant dated Jan. 25, 2000

French Takeover Bid Circular - Other - Cash dated Jan. 31, 2000

Certificate of Mailing ** dated Feb. 2, 2000

News Release - Acquisition ** dated Feb. 3, 2000

News Release - Acquisition ** dated Feb. 4, 2000

News Release - Acquisition ** dated Feb. 7, 2000

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

Snow Leopard Resources Inc.

News Release - Progress Report ** dated Feb. 3, 2000

News Release - Acquisition ** dated Feb. 4, 2000

SoftCare EC.com Inc.

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

Softquad Acquisition Corp.

Application Pursuant to Subsection 74(1) 091/00 dated Jan. 26, 2000

Softquad Software Inc.

Application Pursuant to Subsection 74(1) 091/00 dated Jan. 26, 2000

Softquad Software Ltd.

Application Pursuant to Subsection 74(1) 091/00 dated Jan. 26, 2000

Solaia Ventures Inc.

Interim Financial Statements for 09 mn period ended Nov. 30, 1999

Solid Resources Ltd.

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

Solitaire Minerals Corp.

Certificate of Mailing ** dated Feb. 1, 2000

Sony Corporation

Form 6-K dated Jan. 26, 2000

South Atlantic Resources Ltd.

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

South Crofty Holdings Ltd.

Schedules to Form 61 dated Feb. 2, 2000
Certificate of Mailing ** dated Feb. 1, 2000

SouthernEra Resources Limited

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

Sovereign Chief Ventures Ltd.

News Release - Development~ Land/Project/Product ** dated Feb. 2, 2000

News Release - Progress Report ** dated Feb. 7, 2000

Sparling Capital Corporation

News Release - Finances/New Financing ** dated Feb. 1, 2000

News Release - Agreement ** dated Feb. 1, 2000

Spartacus Capital Inc.

Material Change Report - Other (Form 27) dated Jan. 31, 1999

Spectrum Games Corporation

Certificate of Mailing ** dated Jan. 31, 2000

Spectrum United American Equity Fund

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

Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United American Growth Fund

Statement of Portfolio Transactions Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999

Annual Report Sep. 30, 1999

Spectrum United Asian Dynasty Fund

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

Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United Asset Allocation Fund

Statement of Portfolio Transactions Sep. 30, 1999
Annual Report Sep. 30, 1999

Audited Annual Financial Statement Sep. 30, 1999

Spectrum United Canadian Balanced**Portfolio**

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

Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United Canadian Conservative**Portfolio**

Statement of Portfolio Transactions Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999

Annual Report Sep. 30, 1999

Spectrum United Canadian Equity Fund.

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

Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United Canadian Growth Fund

Statement of Portfolio Transactions Sep. 30, 1999
Annual Report Sep. 30, 1999

Audited Annual Financial Statement Sep. 30, 1999

Spectrum United Canadian Growth**Portfolio**

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

Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United Canadian Income**Portfolio**

Statement of Portfolio Transactions Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999

Annual Report Sep. 30, 1999

Spectrum United Canadian Investment**Fund**

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

Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United Canadian Maximum**Growth Portfolio**

Statement of Portfolio Transactions Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999

Annual Report Sep. 30, 1999

Spectrum United Canadian Money Market Fund

Annual Report Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999
Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United Canadian Resource Fund

Statement of Portfolio Transactions Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999

Spectrum United Canadian Small-Mid Cap Fund

Annual Report Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999
Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United Canadian Stock Fund

Statement of Portfolio Transactions Sep. 30, 1999
Annual Report Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999

Spectrum United Diversified Fund

Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999
Statement of Portfolio Transactions Sep. 30, 1999
Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United Dividend Fund

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

Spectrum United Emerging Markets Fund

Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999
Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United European Growth Fund

Statement of Portfolio Transactions Sep. 30, 1999
Annual Report Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999

Spectrum United Global Bond Fund

Annual Report Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999
Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United Global Diversified Fund

Statement of Portfolio Transactions Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999

Spectrum United Global Equity Fund

Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999
Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United Global Growth Fund

Statement of Portfolio Transactions Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999

Spectrum United Global Growth Portfolio

Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999
Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United Global Telecommunications Fund

Statement of Portfolio Transactions Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999

Spectrum United Long-Term Bond Fund

Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999
Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United Mid-Term Bond Fund

Statement of Portfolio Transactions Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999

Spectrum United Mutual Funds Inc.

Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999
Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United Optimax USA Fund

Statement of Portfolio Transactions Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999

Spectrum United RRSP International Bond Fund

Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999
Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United RRSP World Equity Fund

Statement of Portfolio Transactions Sep. 30, 1999
Annual Report Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999

Spectrum United Savings Fund

Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999
Statement of Portfolio Transactions Sep. 30, 1999

Spectrum United Short-Term Bond Fund

Statement of Portfolio Transactions Sep. 30, 1999
Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999

Spectrum United U.S. Dollar Money Market Fund

Audited Annual Financial Statement Sep. 30, 1999
Annual Report Sep. 30, 1999
Statement of Portfolio Transactions Sep. 30, 1999

SPEQ Alliance Medical inc.

Rapport annuel May 31, 1999

SPEQ Fun System inc.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 27, 2000

Split Yield Corporation

News Release - Issuer Bid ** dated Feb. 7, 2000

Sports Technologies Group Inc.

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

Ruling/Order/Reasons 1069/99 dated Jan. 24, 2000

Amendment to Prospectus dated DECEMBER 3, 1999 dated Jan. 5, 2000

News Release - Progress Report ** dated Feb. 1, 2000

SR Telecom Inc.

Prospectus/AIF Receipt - NB dated Jan. 25, 2000

ST. ANTHONY'S RESOURCES INC.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

Material Change Report - Other (Form 27) dated Feb. 4, 2000

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

St. Laurent Paperboard Inc.

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

St. Lawrence Cement Inc.

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

News Release - Reorganization/Restructuring of Company ** dated Feb. 4, 2000

Stamps.com Inc.

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

Standard Life Balanced Fund

Material Change Report - Acquisition or Disposition of Assets dated Feb. 2, 2000

OSC NOTICE TO PUBLIC dated Feb. 2, 2000
Amendment to Simplified Prospectus & AIF dated Feb. 1, 2000

Standard Life Bond Fund

Material Change Report - Acquisition or Disposition of Assets dated Feb. 2, 2000

OSC NOTICE TO PUBLIC dated Feb. 2, 2000
Amendment to Simplified Prospectus & AIF dated Feb. 1, 2000

Standard Life Canadian Dividend Fund

Material Change Report - Acquisition or Disposition of Assets dated Feb. 2, 2000
OSC NOTICE TO PUBLIC dated Feb. 2, 2000
Amendment to Simplified Prospectus & AIF dated Feb. 1, 2000

Standard Life Equity Fund

OSC NOTICE TO PUBLIC dated Feb. 2, 2000
Material Change Report - Acquisition or Disposition of Assets dated Feb. 2, 2000
Amendment to Simplified Prospectus & AIF dated Feb. 1, 2000

Standard Life Growth Equity Fund

OSC NOTICE TO PUBLIC dated Feb. 2, 2000
Material Change Report - Acquisition or Disposition of Assets dated Feb. 2, 2000
Amendment to Simplified Prospectus & AIF dated Feb. 1, 2000

Standard Life International Bond Fund

Material Change Report - Acquisition or Disposition of Assets dated Feb. 2, 2000
OSC NOTICE TO PUBLIC dated Feb. 2, 2000
Amendment to Simplified Prospectus & AIF dated Feb. 1, 2000

Standard Life International Equity Fund

OSC NOTICE TO PUBLIC dated Feb. 2, 2000
Material Change Report - Acquisition or Disposition of Assets dated Feb. 2, 2000
Amendment to Simplified Prospectus & AIF dated Feb. 1, 2000

Standard Life Money Market Fund

OSC NOTICE TO PUBLIC dated Feb. 2, 2000
Material Change Report - Acquisition or Disposition of Assets dated Feb. 2, 2000
Amendment to Simplified Prospectus & AIF dated Feb. 1, 2000

Standard Life Mutual Funds

OSC NOTICE TO PUBLIC dated Feb. 2, 2000
Material Change Report - Acquisition or Disposition of Assets dated Feb. 2, 2000
PRO Material dated Jan. 31, 2000
French Amendment to Simplified Prospectus & AIF dated Feb. 1, 2000

Amendment No. 2 to Simplified Prospectus & AIF dated Feb. 1, 2000

Prospectus/AIF Receipt - PEI dated Feb. 7, 2000

News Release - Acquisition ** dated Feb. 2, 2000

Prospectus/AIF Receipt - Quebec dated Feb. 4, 2000

Prospectus/AIF Receipt - NB dated Feb. 2, 2000

Prospectus/AIF Receipt - Quebec dated Feb. 4, 2000

Prospectus/AIF Receipt - Alberta dated Feb. 2, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 2, 2000

Standard Life Mutual Funds Limited

Material Change Report - Acquisition or Disposition of Assets dated Feb. 2, 2000

News Release - Acquisition ** dated Feb. 2, 2000

Standard Life Natural Resource Fund

Material Change Report - Acquisition or Disposition of Assets dated Feb. 2, 2000

OSC NOTICE TO PUBLIC dated Feb. 2, 2000
Amendment to Simplified Prospectus & AIF dated Feb. 1, 2000

Standard Life U.S. Equity Fund

Material Change Report - Acquisition or Disposition of Assets dated Feb. 2, 2000

OSC NOTICE TO PUBLIC dated Feb. 2, 2000
Amendment to Simplified Prospectus & AIF dated Feb. 1, 2000

STARFIELD COMMUNICATIONS GROUP INC.

Certificate of Mailing ** dated Jan. 31, 2000

Certificate of Mailing ** dated Jan. 31, 2000

- News Release - Progress Report ** dated Feb. 7, 2000
- Starlink Communications Corporation**
News Release - Progress Report ** dated Feb. 7, 2000
- Starpoint Goldfields Inc.**
News Release - Progress Report ** dated Feb. 7, 2000
News Release - Progress Report ** dated Feb. 3, 2000
- Steeplejack Industrial Group Inc.**
News Release - Issuer Bid ** dated Feb. 7, 2000
- Stelax Industries Ltd.**
News Release - C.T.O.-Cease Trade Order ** dated Jan. 28, 2000
- Stelco Inc.**
Record Date/Meeting Date - March 13 / April 28 dated Feb. 4, 2000
News Release - Financial Statement/Operating Results ** dated Feb. 2, 2000
- Stox.com Inc.**
News Release - Contract ** dated Jan. 28, 2000
News Release - Contract ** dated Feb. 3, 2000
- Strategic Value Corporation**
News Release - Finances/New Financing ** dated Jan. 31, 2000
- Strategic Value Series of Funds**
Stmt. of Portfolio Transactions for 06 mn period ended June 30, 1999
Interim Financial Statements for 06 mn period ended June 30, 1999
- StressGen Biotechnologies Corp.**
News Release - Finances/New Financing ** dated Feb. 2, 2000
- Stroud Resources Ltd.**
Material Change Report - Other (Form 27) dated Feb. 8, 2000
- Sumtra Diversified Inc.**
Certificate of Mailing ** dated Feb. 8, 2000
- Suncor Energy Inc.**
Material Change Report - Other (Form 27) dated Feb. 1, 2000
Record Date/Meeting Date - 03/09/2000 - 04/19/2000 dated Feb. 3, 2000
- Suprex Energy Corporation**
News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000
- SureFire Commerce Inc.**
Private Placement (Form 45-501F1) dated Jan. 10, 2000
Material Change Report - Other (Form 27) dated Feb. 4, 2000
French News Release - Finances/New Financing ** dated Feb. 3, 2000
- Sutcliffe Resources Ltd.**
News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000
- SWI Steelworks Inc.**
Material Change Report - Other (Form 27) dated Feb. 7, 2000
News Release - Finances/New Financing ** dated Feb. 7, 2000
- SwissLink Financial Corporation**
Material Change Report - Other (Form 27) dated Feb. 2, 2000
- Symantec Corporation**
Form 8-K dated Jan. 13, 2000
- Symmetry Resources Inc.**
Report of Acquisition (Reg. S-101) dated Feb. 7, 2000
Material Change Report - Other (Form 27) dated Feb. 7, 2000
T.S.E. Notice to Members ** dated Jan. 25, 2000
- Synex International Inc.**
Revised Record Date/Meeting Date - February 7, 2000/March 23, 2000 dated Jan. 26, 2000
News Release - Sales of Assets ** dated Feb. 4, 2000
- Synsorb Biotech Inc.**
News Release - Share/Stock/Debtenture Information ** dated Feb. 2, 2000
- Systemes de gestion de l'entretien specialise (S'GES) inc.**
French Change of Year End (Policy 51) dated Feb. 1, 2000
- Systemes Xcellence Inc.**
Certificate of Mailing ** dated Feb. 2, 2000
News Release - Development - Land/Project/Product ** dated Feb. 3, 2000
- Taiga Forest Products Ltd.**
Interim Financial Statements for 09 mn period ended Dec. 31, 1999
- Talvest Asian Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Bond Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Cdn. Asset Allocation Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Cdn. Equity Growth Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Cdn. Equity Value Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Cdn. Resource Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest China Plus Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Dividend Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest European Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest FPX Balanced Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest FPX Growth Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest FPX Income Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Funds No. 2**
Ruling/Order/Reasons dated Feb. 7, 2000
Prospectus/AIF Receipt - Quebec dated Feb. 8, 2000
Prospectus/AIF Receipt - Quebec dated Feb. 8, 2000
- The Talvest Funds**
Ruling/Order/Reasons #081-00 dated Feb. 4, 2000
Application under section 9.02 of National Policy No. 39 dated Jan. 21, 2000
- Talvest Global Asset Allocation RSP Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Global Bond RSP Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Global Equity Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Global Health Care Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Global Multi Manager Fund**
Ruling/Order/Reasons dated Feb. 7, 2000
- Talvest Global Multi Manager RSP Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Global RSP Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Global Science and Technology Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Global Small Cap Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest High Yield Bond Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Income Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Millennium High Income Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Millennium Next Generation Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Money Market Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Small Cap Cdn. Equity Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Talvest Value Line U.S. Equity Fund**
Prospectus/AIF Receipt - Ontario dated Nov. 15, 1999
- Tan Range Exploration Corporation**
Certificate of Mailing ** dated Feb. 2, 2000
- Tandem Resources Ltd.**
News Release - Rights Offering/Issue ** dated Jan. 31, 2000
- Tapajos Gold Inc.**
News Release - Share/Stock/Debtenture Information ** dated Feb. 2, 2000
Record Date/Meeting Date - January 25, 2000/March 14, 2000 dated Feb. 3, 2000
- Taparko Capital Corp.**
News Release - Agreement ** dated Feb. 1, 2000
- Taseko Mines Limited**
Takeover Bid Filing dated Feb. 4, 2000
- TD Asset Management Inc.**
Application Under Section 113 of the Securities Act 133/00 dated Feb. 4, 2000
Application pursuant to section 19.1 of NI and NP 12-201 dated Feb. 1, 2000
- TD Securities Inc.**
Application Under the Mutual Reliance Review System 138/00 dated Feb. 4, 2000
- TDZ Holdings Inc.**
Notice of Intent to Sell Securities (Form 23) dated Jan. 15, 2000
- Techgroup Ventures Inc.**
Interim Financial Statements for 06 mn period ended Dec. 31, 1999

Teck Corporation

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

Teleclone Incorporated

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

Telefonos de Mexico, S.A. de C.V.

Form 6-K dated Jan. 24, 2000

Telesystem International Wireless Inc.

Ruling/Order/Reasons 032/00 dated Jan. 18, 2000

News Release - Stock Option Notice ** dated Feb. 1, 2000

Prospectus/AIF Receipt - NB dated Jan. 18, 2000

Tembec Inc.

Interim Financial Statements for 03 mn period ended Dec. 25, 1999

News Release - Acquisition ** dated Feb. 3, 2000

News Release - Acquisition ** dated Feb. 2, 2000

Templeton Global Funds

Application Under the Mutual Reliance Review System 131/00 dated Jan. 31, 2000

Templeton Global RSP Funds

Application Under the Mutual Reliance Review System 131/00 dated Jan. 31, 2000

Templeton Management Limited

Application Under the Mutual Reliance Review System 131/00 dated Jan. 31, 2000

Tenajon Resources Corp.

Record Date/Meeting Date - Sept 5 / Oct 11 dated Feb. 2, 2000

Tenke Mining Corp.

News Release - Development~ Land/Project/Product ** dated Feb. 3, 2000

TER Thermal Retrieval Systems Ltd.

Certificate of Mailing ** dated Feb. 1, 2000

News Release - Agreement ** dated Feb. 4, 2000

Terra Industries Inc.

Record Date/Meeting Date - 03/03/00 / 05/02/00 dated Jan. 19, 2000

Terrenex Acquisition Corporation

Record Date/Meeting Date - Canceled dated Feb. 7, 2000

Tetanka Drilling Inc.

Report of Acquisition (Reg. S-101) dated Jan. 31, 2000

Report of Acquisition (Reg. S-101) dated Jan. 31, 2000

News Release - Filing Fees dated Feb. 2, 2000

News Release - Filing Fees dated Feb. 2, 2000

Tetratel Inc.

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

News Release - Development~ Land/Project/Product ** dated Feb. 4, 2000

News Release - Contract Terminated dated Feb. 3, 2000

Texaco Capital LLC

Form 8-K dated Jan. 26, 2000

Texaco Inc.

Form 8-K dated Jan. 26, 2000

The Xenos Group Inc.

Material Change Report - Other (Form 27) dated Feb. 4, 2000

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

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

Record Date/Meeting Date - February 14, 2000/March 29, 2000 dated Jan. 28, 2000

Thermal Energy International Inc.

Revised Record Date/Meeting Date - March 3, 2000/April 7, 2000 dated Feb. 8, 2000

Thistle Mining Inc.

News Release - Progress Report ** dated Feb. 3, 2000

ThrillTime Entertainment International Inc.

Prospectus/AIF Receipt - BC dated Feb. 8, 2000

Thunder Sword Resources Inc.

News Release - Sales of Assets ** dated Feb. 3, 2000

TigrSoft Inc.

Change of Auditors (Policy 31) dated Jan. 7, 2000

TimberWest Forest Limited

Record Date/Meeting Date - 03/13/2000 - 04/18/2000 dated Feb. 8, 2000

Timebeat.com Enterprises Inc.

News Release - Progress Report ** dated Feb. 7, 2000

News Release - Stock Option Notice ** dated Feb. 7, 2000

Tinhorn Resources Ltd.

Material Change Report - Acquisition or Disposition of Assets dated Jan. 27, 2000

TIR Systems Ltd.

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 4, 2000

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

News Release - Stock Option Notice ** dated Feb. 7, 2000

TLC Laser Eye Centers Inc.

News Release - Agreement ** dated Feb. 2, 2000

TNR Resources Ltd.

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

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

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

TomaHawk Corporation

News Release - Change of Directors/Officers** dated Feb. 4, 2000

Topper Gold Corporation

Certificate of Mailing ** dated Feb. 1, 2000

Toromont Industries Ltd.

News Release - Financial Statement/Operating Results ** dated Feb. 1, 2000

Torrent Capital Corp.

News Release - C.T.O.~Cease Trade Order ** dated Jan. 21, 2000

Torstar Corporation

Record Date/Meeting Date - 3/17/99 - 04/26/2000 dated Feb. 8, 2000

Totally Hip Software Inc.

Record Date/Meeting Date - 02/22/2000 - 03/31/2000 dated Feb. 8, 2000

Totem Mining Corporation

News Release - C.T.O.~Cease Trade Order ** dated Jan. 24, 2000

Touchstone Petroleum Inc.

News Release - Acquisition ** dated Feb. 4, 2000

Toxin Alert Inc.

News Release - Stock Option Notice ** dated Jan. 16, 2000

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

Trade Wind Communications Limited

Certificate of Mailing ** dated Jan. 25, 2000

TranDirect.com Technologies Inc.

News Release - Progress Report ** dated Feb. 3, 2000

Trans Asia Resources Inc.

Material Change Report - Other (Form 27) dated Feb. 2, 2000

News Release - Development~ Land/Project/Product ** dated Feb. 2, 2000

Trans-Dominion Energy Corporation

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

Record Date/Meeting Date - January 13, 2000/March 3, 2000 dated Feb. 2, 2000

News Release - Merger ** dated Feb. 7, 2000

Certificate of Mailing ** dated Feb. 4, 2000

Trans-Orient Petroleum Ltd.

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

TransAlta Corporation

Interim Financial Statements for 12 mn period ended Dec. 3, 1999

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

News Release - Agreement ** dated Feb. 7, 2000

TransAlta Utilities Corporation

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

News Release - Agreement ** dated Feb. 7, 2000

TransCanada Gas Processing, L.P.

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

TransCanada PipeLines Limited

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

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

News Release - Correction dated Feb. 2, 2000

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

Record Date/Meeting Date - March 10, 2000/April 28, 2000 dated Feb. 4, 2000

News Release - Progress Report ** dated Feb. 7, 2000

TransForce Inc.

Material Change Report - Acquisition or Disposition of Assets dated Feb. 3, 2000

Record Date/Meeting Date - February 2, 2000/March 3, 2000 dated Aug. 19, 1999

News Release - Acquisition ** dated Feb. 1, 2000

News Release - Acquisition ** dated Feb. 1, 2000

Travelbyus.com ltd.

Change of Auditors (Policy 31) dated Oct. 21, 1999

Material Change Report - Acquisition or Disposition of Assets dated Feb. 4, 2000

Tri Link Resources Ltd.

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

Trimark Advantage Bond Fund

Amended PRO Material dated Feb. 3, 2000

Amended PRO Material dated Feb. 3, 2000

Simplified Prospectus and AIF dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Canadian Bond Fund

Amended PRO Material dated Feb. 3, 2000

Amended PRO Material dated Feb. 3, 2000

Simplified Prospectus and AIF dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Canadian Resources Fund

Amended PRO Material dated Feb. 3, 2000

Amended PRO Material dated Feb. 3, 2000

Simplified Prospectus and AIF dated Feb. 4, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Canadian Small Companies Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Class F Funds

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 French Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Alberta dated Feb. 7, 2000
 Prospectus/AIF Receipt - NS dated Feb. 7, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000
 Prospectus/AIF Receipt - NB dated Feb. 7, 2000
 Prospectus/AIF Receipt - PEI dated Feb. 7, 2000
 Prospectus/AIF Receipt - Quebec dated Feb. 8, 2000
 Prospectus/AIF Receipt - BC dated Feb. 7, 2000
 Prospectus/AIF Receipt - NWT dated Feb. 7, 2000
 Prospectus/AIF Receipt - Quebec dated Feb. 8, 2000
 Prospectus/AIF Receipt - Nfld. dated Feb. 7, 2000
 Prospectus/AIF Receipt - Manitoba dated Feb. 7, 2000
 Prospectus/AIF Receipt - Sask. dated Feb. 7, 2000
 Prospectus/AIF Receipt - NV dated Feb. 7, 2000

Trimark Discovery Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Discovery RSP Fund

Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 8, 2000

Trimark Enterprise Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Enterprise Small Cap Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Europlus Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Europlus RSP Fund

Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 8, 2000

Trimark Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Global Balanced Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Global Balanced RSP Fund

Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 8, 2000

Trimark Global High Yield Bond Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Global High Yield Bond RSP Fund

Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 8, 2000

Trimark Government Income Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - ONTARIO dated Feb. 7, 2000

Trimark Income Growth Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Indo-Pacific Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Indo-Pacific RSP Fund

Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 8, 2000

Trimark International Companies Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark International Companies RSP Fund

Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 8, 2000

Trimark Mutual Funds - 1999

Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 8, 2000

Trimark RSP Equity Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Select Balanced Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Select Canadian Growth Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Select Growth Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark Select Growth RSP Fund

Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 8, 2000

Trimark U.S. Companies Fund

Amended PRO Material dated Feb. 3, 2000
 Amended PRO Material dated Feb. 3, 2000
 Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 7, 2000

Trimark U.S. Companies RSP Fund

Simplified Prospectus and AIF dated Feb. 4, 2000
 Prospectus/AIF Receipt - Ontario dated Feb. 8, 2000

Trimin Enterprises Inc.

Info Circ/Proxy/Meeting Notice-Going Private Trans (Pol 9.1) dated Feb. 8, 2000
 Information Circular/Proxy/Notice of Meeting - Other dated Feb. 3, 2000

Trincana Resources Ltd.

Schedules to Form 61 dated Nov. 30, 1999

Tritech Precision Inc.

Info Circ/Proxy/Meeting Notice-Going Private Trans (Pol 9.1) dated Feb. 8, 2000
 Information Circular/Proxy/Notice of Meeting - Other dated Feb. 3, 2000

Trivalence Mining Corporation

Annual Information Form (Policy 5.10) dated Jan. 10, 2000
 News Release - Progress Report ** dated Feb. 4, 2000
 Prospectus/AIF Receipt - BC dated Feb. 8, 2000

Trooper Technologies Inc.

Material Change Report - Other (Form 27) dated Feb. 4, 2000
 News Release - Stock Option Notice ** dated Feb. 4, 2000

Troymin Resources Ltd.

News Release - Stock Option Notice ** dated Feb. 3, 2000

Tudale Exploration Ltd.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 24, 2000

Turbodyne Technologies Inc.

News Release ** Financial Results Schedule dated Feb. 4, 2000

TVA Group Inc.

French Renewal Annual Information Form (NP 47) dated Jan. 17, 2000
 Prospectus/AIF Receipt - Quebec dated Feb. 7, 2000

Twin Gold Corporation

News Release - Development-Land/Project/Product ** dated Feb. 2, 2000

Tyco International Ltd.

Form 10-K Sep. 30, 1999

Tyrnex Gold Inc.

News Release - Share/Stock/Debenture Information ** dated Feb. 4, 2000
 News Release - Agreement ** dated Feb. 7, 2000

U.F.X. ENTERPRISES INC.

Audited Annual Financial Statement Jan. 31, 1998
 Material Change Report - Acquisition or Disposition of Assets dated Aug. 20, 1997
 Certificate of Mailing ** dated Feb. 18, 1998
 News Release - New Listing/Delisting ** dated Aug. 20, 1997

Ultra Holdings Inc.

Change of Auditors (Policy 31) dated Jan. 13, 2000

Ultra Petroleum Corp.

News Release - Acquisition ** dated Nov. 10, 1999

UltraVision Corporation

Annual Report Mar. 31, 1999
Management Discussion and Analysis dated Mar. 31, 1999

Unique Broadband Systems, Inc.

News Release - Financial Statement/Operating Results ** dated Dec. 21, 1999

United America Enterprises Ltd.

Material Change Report - Other (Form 27) dated Feb. 2, 2000

News Release - Acquisition ** dated Feb. 7, 2000

United Carina Resources Corp.

News Release - Assay Results ** dated Feb. 7, 2000

News Release - Development~ Land/Project/Product ** dated Feb. 2, 2000

United Dominion Industries Limited

News Release - Financial Statement/Operating Results ** dated Feb. 1, 2000

United Industrial Services Ltd.

PRO Material dated Aug. 31, 1999
Prospectus dated Aug. 31, 1999

United Media Holdings Limited

News Release - Development~ Land/Project/Product ** dated Feb. 4, 2000

United Tex-Sol Mines Inc.

News Release - Assay Results ** dated Feb. 3, 2000

Universal Ethical Opportunities Fund

Application Under the Mutual Reliance Review System 111/00 dated Jan. 28, 2000

Universal European Opportunities Fund

Ruling/Order/Reasons 764/99 dated Dec. 2, 1999

Universal Far East Fund

Application Under the Mutual Reliance Review System 111/00 dated Jan. 28, 2000

Universal Financial Services Fund

Application Under the Mutual Reliance Review System 111/00 dated Jan. 28, 2000

Universal Health Sciences Fund

Application Under the Mutual Reliance Review System 111/00 dated Jan. 28, 2000

Universal International Stock Fund

Ruling/Order/Reasons 764/99 dated Dec. 2, 1999

Universal Internet Technologies Fund

Application Under the Mutual Reliance Review System 111/00 dated Jan. 28, 2000

Universal Japan Fund

Application Under the Mutual Reliance Review System 111/00 dated Jan. 28, 2000

Universal RSP Ethical Opportunities Fund

Application Under the Mutual Reliance Review System 111/00 dated Jan. 28, 2000

Universal RSP European Opportunities Fund

Ruling/Order/Reasons 764/99 dated Dec. 2, 1999

Universal RSP Far East Fund

Application Under the Mutual Reliance Review System 111/00 dated Jan. 28, 2000

Universal RSP Financial Services Fund

Application Under the Mutual Reliance Review System 111/00 dated Jan. 28, 2000

Universal RSP Funds

Prospectus/AIF Receipt - NV dated Jan. 27, 2000

Universal RSP Health Sciences Fund

Application Under the Mutual Reliance Review System 111/00 dated Jan. 28, 2000

Universal RSP International Stock Fund

Ruling/Order/Reasons 764/99 dated Dec. 2, 1999

Universal RSP Internet Technologies Fund

Application Under the Mutual Reliance Review System 111/00 dated Jan. 28, 2000

Universal RSP Japan Fund

Application Under the Mutual Reliance Review System 111/00 dated Jan. 28, 2000

Universal RSP Telecommunications Fund

Application Under the Mutual Reliance Review System 111/00 dated Jan. 28, 2000

Universal RSP World Science and Technology Fund

Ruling/Order/Reasons 764/99 dated Dec. 2, 1999

Universal Telecommunications Fund

Application Under the Mutual Reliance Review System 111/00 dated Jan. 28, 2000

Universal World Science And Technology Fund

Ruling/Order/Reasons 764/99 dated Dec. 2, 1999

URBCO Inc.

Material Change Report - Other (Form 27) dated Oct. 8, 1999

News Release - Acquisition ** dated Feb. 3, 2000

News Release - Acquisition ** dated Jan. 31, 2000

News Release - Acquisition ** dated Feb. 2, 2000

Ursa Major International Inc.

News Release - Acquisition ** dated Feb. 4, 2000

USA Video Interactive Corp.

News Release - Progress Report ** dated Feb. 7, 2000

Utility Corp.

News Release - Dividend Announced ** dated Feb. 7, 2000

UTS Energy Corporation

News Release - Development~ Land/Project/Product ** dated Feb. 2, 2000

Record Date/Meeting Date - March 8, 2000/April 13, 2000 dated Feb. 1, 2000

V. Fund Investments Limited

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

Valiant Enterprises Ltd.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

VALU-NET INTERNATIONAL LTD.

News Release - Agreement ** dated Feb. 3, 2000

Vannessa Ventures Ltd.

News Release - Progress Report ** dated Feb. 3, 2000

Vasogen Inc.

Record Date/Meeting Date - 03/14/2000 - 03/14/2000 dated Feb. 7, 2000

News Release - Change of Directors/Officers** dated Feb. 3, 2000

Vault Systems Inc

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

Vector Aerospace Corporation

Record Date/Meeting Date - March 8 / April 26 dated Feb. 7, 2000

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

Vector Intermediaries Inc.

News Release - Technology Update ** dated Jan. 25, 2000

Velocity Computer Solutions, Ltd.

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

The Vengrowth II Investment Fund Inc.

Application Under Section 9.1 of N.I. 81-105 972/99 dated Nov. 4, 1999

Ventra Group Inc.

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

Venture Pacific Development Corporation

News Release - Change of Directors/Officers** dated Feb. 2, 2000

Verdstone Gold Corporation

Audited Annual Financial Statement July 31, 1999
Interim Financial Statements for 03 mn period ended Oct. 31, 1999

Veronex Technologies, Inc.

Certificate of Mailing ** dated Feb. 4, 2000

Versent Corporation

French NOTICE OF VARIATION dated Feb. 4, 2000

NOTICE OF VARIATION dated Feb. 4, 2000
Directors' Circular (Form 34) dated Feb. 3, 2000

Notice of Change to Directors' Circular dated Feb. 8, 2000

News Release - Agreement ** dated Feb. 4, 2000

News Release - Takeover Bid ** dated Feb. 7, 2000

Certificate of Mailing ** dated Feb. 7, 2000

News Release - Director's Circular dated Feb. 3, 2000

VERSUS Technologies Inc.

News Release - Financial Statement/Operating Results ** dated Feb. 1, 2000

Certificate of Mailing ** dated Jan. 28, 2000

Certificate of Mailing ** dated Jan. 28, 2000

Certificate of Mailing ** dated Jan. 28, 2000

Viacorp Technologies Inc.

Certificate of Mailing ** dated Feb. 4, 2000

Certificate of Mailing ** dated Feb. 4, 2000

Videoflicks.com Inc.

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

Videotron Ltee. (Le Groupe)

French Renewal Annual Information Form (NP 47) dated Dec. 1, 1999

French Renewal Annual Information Form (NP 47) dated Dec. 1, 1999

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

Prospectus/AIF Receipt - Nfld. dated Feb. 8, 2000

Prospectus/AIF Receipt - Ontario dated Feb. 8, 2000

News Release - Merger ** dated Feb. 7, 2000

Prospectus/AIF Receipt - NS dated Feb. 8, 2000

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

Prospectus/AIF Receipt - Sask. dated Feb. 1, 2000

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

Virginia Gold Mines Inc.

Interim Financial Statements for 06 mn period ended Nov. 30, 1999

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

Vivid Capital Corp.

Material Change Report - Acquisition or Disposition of Assets dated Feb. 1, 2000

Vodafone AirTouch Plc

Prospectus/Pricing-Supplement dated Jan. 20, 2000

VSM Medtech Ltd.

Material Change Report - Other (Form 27) dated Feb. 1, 2000

Wajax Limited

Record Date/Meeting Date - March 14 / May 3 dated Feb. 5, 2000

WAMCO Resources Ltd.

Material Change Report - Acquisition or Disposition of Assets dated Feb. 1, 2000

WASTECORP. International Investments Inc.

Amended Interim Financial Statements for 09 mn period ended Nov. 30, 1999

Interim Financial Statements for 03 mn period ended May 31, 1999

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

Amended Interim Financial Statements for 03 mn period ended May 31, 1999

News Release - Filing Fees dated Feb. 2, 2000

News Release - Filing Fees dated Feb. 2, 2000

News Release - Filing Fees dated Feb. 2, 2000

Welcome Opportunities Ltd.

News Release - Dividend Announced ** dated Feb. 3, 2000

Wellco Energy Services Inc.

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

The Westaim Corporation

News Release - Technology Update ** dated Feb. 1, 2000

Westburne Inc.

Record Date/Meeting Date - March 10 / April 19 dated Feb. 4, 2000

Western Logic Resources Inc.

News Release - C.T.O.-Cease Trade Order ** dated Jan. 21, 2000

Western Spirit Investments Ltd.

Annual Report Sep. 30, 1999

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

Western Star Trucks Holdings Ltd.

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

Westfield Minerals Limited

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

WestJet Airlines Ltd.

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

News Release - Progress Report ** dated Jan. 20, 2000

Westminster Resources Ltd.

News Release - Development - Land/Project/Product ** dated Feb. 2, 2000

Westport Innovations Inc.

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

Wheaton River Minerals Ltd.

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

William Resources Inc.

Material Change Report - Other (Form 27) dated Feb. 1, 2000

Windarra Minerals Ltd.

Audited Annual Financial Statement Sep. 30, 1999

Annual Report Sep. 30, 1999

Information Circular/Proxy/Notice of Meeting - Other dated Feb. 4, 2000

Management Discussion and Analysis dated Sep. 30, 1999

Wolfden Resources Inc.

News Release - Development - Land/Project/Product ** dated Feb. 4, 2000

World Heart Corporation

Material Change Report - Other (Form 27) dated Feb. 4, 2000

News Release - Change of Directors/Officers** dated Jan. 5, 2000

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

World Organics Inc.

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

World Sports Merchandising Inc.

Material Change Report - Other (Form 27) dated Jan. 26, 2000

Material Change Report - Other (Form 27) dated Jan. 26, 2000

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

News Release - Share/Stock/Debtenture Information ** dated Jan. 20, 2000

Worldwide Fiber Inc.

IPO - Initial Public Offering dated Jan. 28, 2000

Preliminary Prospectus dated Jan. 28, 2000

Prospectus/AIF Receipt - Quebec dated Feb. 4, 2000

Prospectus/AIF Receipt - BC dated Feb. 4, 2000

Prospectus/AIF Receipt - NS dated Feb. 4, 2000

Prospectus/AIF Receipt - Newf. dated Feb. 4, 2000

Prospectus/AIF Receipt - Sask. dated Feb. 4, 2000

WSI Interactive Corporation

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

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

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

Certificate of Mailing ** dated Feb. 3, 2000

X CORPORATION

Application Pursuant to Section 144 of the Securities Act 115/00 dated Jan. 25, 2000

X-Cal Resources Ltd.

News Release - Finances/New Financing ** dated Feb. 7, 2000

X-Chequer Resources Inc.

Interim Financial Statements for 09 mn period ended Nov. 30, 1999

Xcel Capital Corporation

News Release ** SHIAF Notice dated Feb. 8, 2000

Xplore Technologies Corp.

Interim Financial Statements for 09 mn period ended Dec. 25, 1999

Yamana Resources Inc.

Application Under Subsection 74(1) of the Securities Act 092/00 dated Jan. 26, 2000

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

YES I.C TECHNOLOGIES INC.

IPO - Initial Public Offering dated Feb. 7, 2000

Preliminary Prospectus dated Feb. 7, 2000

YIN 88 Corporation

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

YKR International Resources Ltd.

News Release - Stock Option Notice ** dated Feb. 3, 2000

YMG American Growth Fund

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

YMG Balanced Fund

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

YMG Bond Fund

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

YMG Canadian Value Fund

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

YMG Capital Management Inc.

Private Placement (Form 45-501F1) dated Dec. 8, 1999

Private Placement (Form 45-501F1) dated Dec. 8, 1999

Private Placement (Form 45-501F1) dated Dec. 8, 1999

YMG Emerging Companies Fund

Private Placement (Form 20) dated Jan. 14, 2000

YMG Enterprise Fund

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

YMG Growth Fund

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

YMG Income Fund

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

YMG Institutional Fixed Income Fund

Private Placement (Form 45-501F1) dated Dec. 8, 1999

Private Placement (Form 45-501F1) dated Dec. 8, 1999

Private Placement (Form 45-501F1) dated Dec. 8, 1999

YMG International Fund

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

YMG Money Market Fund

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

YMG Mutual Funds

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

Prospectus/AIF Receipt - NWT dated Jan. 31, 2000

YMG Strategic Fixed Income Fund

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

YMG Sustainable Development Fund

Prospectus/AIF Receipt - Ontario dated Jan. 31, 2000

Yogen Fruz World-Wide Incorporated

Amendment to Information Circular/Proxy/Notice of Meeting - Other dated Feb. 4, 2000

York Medical Inc.

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

Zarcan International Resources Inc.

News Release - Finances/New Financing ** dated Feb. 5, 2000

Zaurak Capital Corporation

News Release - Acquisition ** dated Feb. 3, 2000

Zen International Resources Ltd.

News Release - Acquisition ** dated Feb. 4, 2000

ZI Corporation

News Release - Agreement ** dated Feb. 3, 2000

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

Ztest Electronics Inc.

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

News Release - Share/Stock/Debtenture Information ** dated Jan. 24, 2000

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Chapter 11

IPOs, New Issues and Secondary Financings

Issuer Name:

ARC Energy Trust
Principal Regulator - Alberta

Type and Date:

Preliminary Short Form Prospectus dated February 9th, 2000
Mutual Reliance Review System Receipt dated February 9th, 2000

Offering Price and Description:

\$43,250,000 - 5,000,000 Trust Units

Underwriter(s), Agent(s) or Distributor(s):

RBC Dominion Securities Inc.
Scotia Capital Inc.
CIBC World Markets Inc.
Nesbitt Burns Inc.
Merill Lynch Canada Inc.
TD Securities Inc.
National Bank Financial Inc.

Promoter(s):

ARC Financial Corporation
Project #237475

Issuer Name:

Absolute Software Corporation
Principal Regulator - British Columbia

Type and Date:

Preliminary Prospectus dated February 10th, 2000
Mutual Reliance Review System Receipt dated February 11th, 2000

Offering Price and Description:

\$ * - * Common Shares

Underwriter(s), Agent(s) or Distributor(s):

Goepel McDermid Inc.
Yorkton Securities Inc.
Research Capital Corporation

Promoter(s):

N/A
Project #237912

Issuer Name:

Cable Satisfaction International Inc.
Principal Regulator - Quebec

Type and Date:

Preliminary Short Form Prospectus dated February 15th, 2000
Mutual Reliance Review System Receipt dated February 16th, 2000

Offering Price and Description:

US\$150,000,000 - * % Senior Notes due 2010

Underwriter(s), Agent(s) or Distributor(s):

TD Securities Inc.

Promoter(s):

N/A
Project #238841

Issuer Name:

CARS4U.com Ltd. (Formerly Carriage Automotive Group Inc.)

Type and Date:

Preliminary Prospectus dated February 14th, 2000
Mutual Reliance Review System Receipt dated February 16th, 2000

Offering Price and Description:

\$15,000,000 - * Common Shares

Underwriter(s), Agent(s) or Distributor(s):

Scotia Capital Inc.

Promoter(s):

Ronald M. Rubinoff
Edward Sonshine
Frederick W. Steiner
Project #238813

Issuer Name:

Inlet Devices Corporation
Principal Regulator - Ontario

Type and Date:

Preliminary Prospectus dated February 11th, 2000
Mutual Reliance Review System Receipt dated February 14th, 2000

Offering Price and Description:

\$6,500,000 - 10,000,000 Units (each Unit consisting of One Common Shares and One-Half Common Share Purchase Warrant)

Underwriter(s), Agent(s) or Distributor(s):

Brawley Cathers Limited

Promoter(s):

N/A
Project #238083

Issuer Name:

(1) MEC Holdings (Canada) Inc. (Formerly MI Venture (Canada) Inc.)
(2) Magna Entertainment Corp. (Formerly MI Entertainment Corp.)

Type and Date:

(1) First Amended and (2) Second Amended Preliminary Non-Offering Prospectus dated February 8th, 2000
Received February 9th, 2000

Offering Price and Description:

Class A Subordinate Voting Stock and Exchangeable Shares
Underwriter(s), Agent(s) or Distributor(s):

N/A

Promoter(s):

Magna International Inc.
Project #232201 & 217356

Issuer Name:

Ontario Teachers' Group Investment Fund - Fixed Value Section
Ontario Teachers' Group Investment Fund - Mortgage Income Section
Ontario Teachers' Group Investment Fund - Diversified Section
Ontario Teachers' Group Investment Fund - Growth Section
Ontario Teachers' Group Investment Fund - Balanced Section
Ontario Teachers' Group Global Value Fund

Type and Date:

Amended Simplified Prospectus and Annual Information Form dated January 31st, 2000
Received February 11th, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

Ontario Teachers' Group Inc.

Promoter(s):

Ontario Teachers' Group Inc.

Project #179169

Issuer Name:

PacWest Ventures Ltd.
Principal Regulator - Ontario

Type and Date:

Preliminary Prospectus dated February 9th, 2000
Mutual Reliance Review System Receipt dated February 10th, 2000

\$ * - * % Ten Year Term, Unsecured, convertible, Redeemable Series A Promissory Notes

Underwriter(s), Agent(s) or Distributor(s):

Taurus Capital Markets Ltd.

Promoter(s):

Pacific & Western Credit Corp.

Project #237614

Issuer Name:

RioCan Real Estate Investment Trust
Principal Regulator - Ontario

Type and Date:

Preliminary Short Form Prospectus dated February 15th, 2000
Mutual Reliance Review System Receipt dated February 16th, 2000

Offering Price and Description:

\$25,000,000 - 3,125,000 Units, 3,125,000 Warrants

Underwriter(s), Agent(s) or Distributor(s):

National Bank Financial Inc.

Griffiths McBurney & Partners

Promoter(s):

Project #238679

Issuer Name:

RioCan Real Estate Investment Trust

Type and Date:

Preliminary Short Form Prospectus dated February 15th, 2000
Received February 16th, 2000

Offering Price and Description:

\$27,899,992 - 3,082,872 Units

Underwriter(s), Agent(s) or Distributor(s):

N/A

Promoter(s):

N/A

Project #238939

Issuer Name:

Royal Select Managers Income Portfolio
Royal Select Managers Balanced Portfolio
Royal Select Managers Growth Portfolio
Royal Select Managers Aggressive Growth Portfolio
Principal Regulator - Ontario

Type and Date:

Preliminary Simplified Prospectus dated February 11th, 2000
Mutual Reliance Review System Receipt dated February 14th, 2000

Offering Price and Description:

Mutual Fund Securities Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

Registered Dealer

Promoter(s):

Royal Mutual Funds Inc.

Project #238053

Issuer Name:

TD Capital Trust
Principal Regulator - Ontario

Type and Date:

Preliminary Prospectus dated February 14th, 2000
Mutual Reliance Review System Receipt dated February 16th, 2000

Offering Price and Description:

\$ * - * Capital Trust Securities * Series 2009

Underwriter(s), Agent(s) or Distributor(s):

TD Securities Inc.

Scotia Capital Inc.

Goldman Sachs Canada Inc.

Promoter(s):

The Toronto-Dominion Bank

Project #238833

Issuer Name:

MPL Communications Inc.
Principal Jurisdiction - Alberta

Type and Date:

Final Prospectus dated February 14th, 2000
Received 14th day of February, 1999

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

N/A

Promoter(s):

Stephen Pepper

Barrie Martland

Project #226023

Issuer Name:

Delano Technology Corporation
Principal Jurisdiction - Ontario

Type and Date:

Final Prospectus dated February 8th, 2000
Received 8th day of February, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

Griffiths McBurney & Partners
National Bank Financial Corporation
Charles Schwab Canada Co.

Promoter(s):

XDL Capital Corporation
Project #215601

Issuer Name:

Helix BioPharma Corp.

Type and Date:

Final Prospectus dated February 11th, 2000
Received 15th day of February, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

Montreal Trust Company

Promoter(s):

N/A

Project #223459

Issuer Name:

Magna Entertainment Corp.
(formerly, MI Entertainment Corp.)
Mec Holdings (CANADA) Inc.
(formerly, MI Venture (Canada) Inc.)
Principal Jurisdiction - Ontario

Type and Date:

Final Prospectus dated February 14th, 2000
Received 15th day of February, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

N/A

Promoter(s):

Magna International Inc.
Project #232201 & 217356

Issuer Name:

Wesdome Gold Mines Inc.
Principal Regulator - Quebec

Type and Date:

Final Prospectus dated December 23rd, 1999
Mutual Reliance Review System Receipt dated 23rd
December, 1999

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

TD Securities Inc.
Thomson Kernaghan & Co. Limited
Pollitt & Co. Inc.

Promoter(s):

Western Quebec Mines Inc.
Dynacor Mines Inc.
Project #216059

Issuer Name:

AT Plastics Inc.
Principal Regulator - Ontario

Type and Date:

Final Short Form Prospectus dated February 11th, 2000
Mutual Reliance Review System Receipt dated 11th day of
February, 2000

Offering Price and Description:

\$31,704,750.00 - 11,529,000 Common Shares

Underwriter(s), Agent(s) or Distributor(s):

CIBC World Markets Inc.
Yorkton Securities Inc.
National Bank Financial Inc.

Scotia Capital Inc.

Promoter(s):

N/A

Project #235217

Issuer Name:

RSP Pharmaceutical Trust, 1999 Portfolio The First Trust
Canada, Series 23
(formerly, RSP Pharmaceutical Trust, 1999 Portfolio, The First
Trust Canada, Series 23)

Principal Jurisdiction - Ontario

Type and Date:

Final Simplified Prospectus and Annual Information Form
dated February 4th, 2000
Received 11th day of February, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

HSBC Securities (Canada) Inc

Promoter(s):

HSBC Securities (Canada) Inc.

Project #190458

Issuer Name:

RSP North American Technology Trust, 1999 Portfolio The
First Trust Canada, Series 24
(formerly, RSP, North American Technology Trust, 1999
Portfolio, The First Trust Canada, Series 24)

Principal Jurisdiction - Ontario

Type and Date:

Final Simplified Prospectus and Annual Information Form
dated February 4th, 2000
Received 11th day of February, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

HSBC Securities (Canada) Inc

Promoter(s):

HSBC Securities (Canada) Inc.

Project #190485

Issuer Name:

Counsel World Equity Portfolio
Counsel Focus Portfolio
(formerly, Counsel Twenty)
Counsel Money Market
Principal Jurisdiction - Ontario

Type and Date:

Final Simplified Prospectus and Annual Information Form
dated February 11th, 2000
Received 15th day of February, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

Registered Dealer

Promoter(s):

Counsel Group of Funds Inc.
Project #216145

Issuer Name:

Ontario Teachers' Group Dividend Fund*

Type and Date:

Final Simplified Prospectus and Annual Information Form
dated January 31st, 2000
Received 10th day of February, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

Ontario Teachers' Group Inc.

Promoter(s):

Ontario Teachers' Group Inc.
Project #219274

Issuer Name:

Altamira RSP e-business Fund
Altamira RSP Japanese Opportunity Fund
Altamira RSP Science and Technology Fund
Principal Jurisdiction - Ontario

Type and Date:

Final Simplified Prospectus and Annual Information Form
dated January 11th, 2000
Received 12th day of January, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

Altamira Financial Services Ltd.

Promoter(s):

N/A

Project #215156

Issuer Name:

Cartier Bond Fund
Cartier Cdn. Asset Allocation Fund
Cartier CDN. Mangers Choice Fund
(formerly, Cartier Cdn. Equity Focus Fund)
Cartier Global Equity Fund
Cartier World RSP Fund
(formerly, Cartier Global Indexes RRSP Fund)
Cartier Money Market Fund
Cartier Small Cap Cdn. Equity Fund
Cartier U.S. Equity Fund
Principal Jurisdiction - Quebec

Type and Date:

Final Simplified Prospectus and Annual Information Form
dated January 24th, 2000
Received 31st day of January, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

Cartier Mutual Funds Inc.

Promoter(s):

Cartier Mutual Funds Inc.
Project #221838

Issuer Name:

CT Private Canadian Money Market Fund
CT Private Canadian Short Term Bonds Fund
CT Private Canadian Bonds/Return Fund
CT Private Canadian Bonds/Income Fund
CT Private Canadian Dividend Fund (Formerly CT Private
Canadian Preferred Shares Fund)
CT Private U.S. Bonds/ Return Fund
CT Private U.S. Bonds/Income Fund
CT Private International Bonds Fund
CT Private Canadian Equity/Growth Fund
CT Private Canadian Equity/Income Fund
CT Private U.S. Equity/Growth Fund
CT Private U.S. Equity/Income Fund
CT Private North American Equity/Growth Fund
CT Private North American Equity/Income Fund
CT Private Small/Mid-Cap Equity Fund
CT Private International Equity Fund
CT RSP International Bonds Fund
CT RSP U.S. Equity Fund
CT RSP International Equity Fund
Principal Jurisdiction - Ontario

Type and Date:

Final Simplified Prospectus and Annual Information Form
dated January 28th, 2000
Received 31st day of January, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

CT Investment Management Group Inc.

Promoter(s):

CT Investment Management Group Inc.
Project #219028

Issuer Name:

National Bank Global Equity Fund
National Bank Global Equity RSP Fund
Principal Jurisdiction - Quebec

Type and Date:

Final Simplified Prospectus and Annual Information Form
dated January 28th, 2000
Received 31st day of January, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

National Bank Securities Inc.

Promoter(s):

National Bank Securities Inc.

Project #227710

Issuer Name:

COM DEV International Ltd.

Type and Date:

Rights Offering dated February 4th, 2000
Accepted 9th day of February, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

N/A

Promoter(s):

N/A

Project #227308

Issuer Name:

Counsel Enhanced U.S. Equity Portfolio
Principal Jurisdiction - Ontario

Type and Date:

Preliminary Simplified Prospectus and Annual Information
Form dated November 1st, 1999
Withdrawn 15th day of February, 2000

Offering Price and Description:

Mutual Fund Securities - Net Asset Value

Underwriter(s), Agent(s) or Distributor(s):

Registered Dealer

Promoter(s):

Counsel Group of Funds Inc.

Project #216145

Issuer Name:

Canadian Tire Corporation, Limited
Principal Regulator - Ontario

Type and Date:

Preliminary Short Form Prospectus dated January 13th, 2000
Withdrawn 8th day of February, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

RBC Dominion Securities Inc.
Merrill Lynch Canada Inc.
National Bank Financial Corp.
Scotia Capital Inc.
CIBC World Markets Inc.
Nesbitt Burns Inc.

Promoter(s):

N/A

Project #232007

Issuer Name:

Genesis Trust
Principal Regulator - Ontario

Type and Date:

Preliminary Prospectus dated December 14th, 2000
Withdrawn 24th day of January, 2000

Offering Price and Description:

Underwriter(s), Agent(s) or Distributor(s):

Nesbitt Burns Inc.
TD Securities Inc.

Promoter(s):

Canada Trustco Mortgage Company

Project #227098

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Chapter 12

Registrations

12.1.1 Securities

Type	Company	Category of Registration	Effective Date
Change of Name	Manis Financial Inc. 2500 Bathurst Street Suite 805 Toronto, Ontario M6B 2Y8	From: Taylor Thompson Securities Inc. To: Manis Financial Inc.	Jan 31/00
New Registration	RWB Securities Inc. Attention: Elizabeth J. Kabanek 1190 Saratoga Avenue Suite 200 San Jose, California USA 95129	International Dealer	Feb 10/00
New Registration	Darier, Hentsch (Canada) Inc. Attention: Pierre Trahan 3655 Redpath Montreal, Quebec H3G 2G9	Broker	Feb 15/00

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Chapter 13

SRO Notices and Disciplinary Decisions

13.1 SRO Notices and Disciplinary Decisions

13.1.1 Corrine Spiegel

NOTICE TO PUBLIC RE: DISCIPLINARY HEARINGS

February 16, 2000

RE: IN THE MATTER OF CORRINE SPIEGEL

Toronto, Ontario – The Investment Dealers Association of Canada announced today that a hearing date has been set for a discipline hearing regarding Ms. Corrine Spiegel before the Ontario District Council of the Association.

The hearing is in respect of matters for which Ms. Spiegel may be disciplined by the Association that are alleged by the Member Regulation staff of the Association to have occurred between May and November 1994 while Ms. Spiegel was employed as a Registered Representative at Midland Walwyn Capital Inc., (now Merrill Lynch Canada Inc.), a Member of the Association. Ms. Spiegel is currently employed with Nesbitt Burns Inc. at a Toronto branch office.

The hearing is scheduled to commence at **9:30 a.m.** on **Tuesday, March 7, 2000**, at the Association's offices located at 1600 – 121 King Street West, Toronto, Ontario. The hearing is open to the public except as may be required for the protection of confidential matters.

If the Ontario District Council determines that discipline penalties are to be imposed on Ms. Spiegel, the Association will issue an Association Bulletin giving notice of the discipline penalties assessed, the regulatory violation(s) committed by Ms. Spiegel, and a summary of the facts. Copies of the Association Bulletin and the Decision of the District Council will be made available.

Contact: Kathleen O'Brien
Public Affairs Co-ordinator
(416) 943-6921

13.1.2 Investment Dealers Association of Canada – Amendments to the Capital Requirements for Specific Offsets Involving Index options and futures cleared by the Canadian Derivatives Clearing Corporation

Investment Dealers Association of Canada – AMENDMENTS TO the Capital Requirements for SPECIFIC Offsets Involving Index options and futures cleared by the Canadian Derivatives Clearing Corporation

I OVERVIEW

With the recent exchange restructuring, resulting in the transfer of the trading of all listed derivatives to the Montreal Exchange ("ME"), a situation has developed which is impairing the ability of Member firms to calculate their capital requirements on offsets involving equity index derivatives. In order to assist Members with this calculation, the attached proposed amendments seek to allow Members to use the capital system provided by the Canadian Derivatives Clearing Corporation ("CDCC") for the purposes of calculating their regulatory capital requirements on offsets involving equity index options and futures.

A CURRENT RULES / BACKGROUND

The current rules for determining the regulatory capital requirement for all exchange traded derivative positions are known as "strategy based" rules. They are strategy based because in determining its capital requirements, a Member firm must review the derivative positions they have, determine the risk offset strategy the trader has used and then determine the capital requirement based on permitted offset strategies set out in the Association rules. Because the use of strategy based rules is difficult for a Member firm to administer on a manual basis, regulatory capital requirement reports were developed at the time these rules were introduced by both the Toronto Stock Exchange ("TSE") and the ME to provide assistance to the Member firm.

Prior to the recent exchange restructuring, equity and equity index related options and futures contracts were traded on the TSE and Toronto Futures Exchange respectively and equity and debt options and futures were traded on the ME. As a result, the TSE was the only exchange that provided a report to its members that detailed their capital requirement relating to equity index derivative positions. Production of this report, known as the "Daily Capital Requirements Report" was discontinued as at July 31, 1999 as result of the transfer of all listed derivatives to the ME.

As stated previously, the ME also provided a capital requirements report to its Member firms. However, their report only addressed the capital requirements for equity and debt

options and futures (i.e., since at the time it was developed, these were the only products listed on the ME).

Subsequent to the announcement of the restructuring plan, the ME took the decision to not modify its capital requirements report to determine the capital requirements for equity index related derivatives. As a result, there is no longer available to Member firms an exchange produced report that calculates the regulatory capital requirements for equity index related derivatives.

B THE ISSUE

As a result, Member firms are left with the following options in order to be able to determine their regulatory capital requirements for equity index related derivatives:

- Perform the calculation manually;
- Develop an in-house program to determine the capital requirement; or
- Use a comparable program currently available to perform the calculation.

While the first two options remain and are always available to a Member firm, the proposed amendments relate to the last option.

The only comparable program in use in Canada is the one used by the Canadian Derivatives Clearing Corporation ("CDCC") for the purposes of determining a clearing member's clearing fund requirement. The capital system used by CDCC utilizes two risk based methodologies: TIMS (or Theoretical Intermarket Margin System which was developed by the Options Clearing Corporation ("OCC") in the United States) and SPAN (or Standard Portfolio Analysis of Risk which was developed by the Chicago Mercantile Exchange ("CME") in the United States). In order to calculate its clearing fund requirement, the clearing member must select one of two methodologies and apply it consistently from month to month. The details of the clearing fund requirement calculations under each of the above methodologies used by CDCC are set out in Attachment #1.

In summary, both of the methodologies used by CDCC are commonly referred to as risk based methodologies and are considered to more accurately measure risk than the current strategy based rules used for regulatory purposes. The drawback of these methodologies is that they only consider options and futures (since these are the only products that the CDCC, the OCC and the CME clear) and therefore would not be available to determine the regulatory capital requirements for equity index participation units or baskets of equity index securities or any related offsets.

However, based on a review of CDCC's capital requirement program and the fact that both methodologies utilized by CDCC are relied upon and used internationally, it is recommended that Member firms be permitted to use, as an option, CDCC's capital requirements program for the purposes of calculating their regulatory capital requirements on offsets involving equity index options and futures.

C PROPOSED RULE AMENDMENTS

In order to permit Member firms to utilize the CDCC capital report, amendments to IDA Regulation 100.8 and 100.10 are necessary (see Enclosure #2 attached). The proposed new Regulation 100.8(e)(viii) would allow the Member firm the option to provide capital on Member firm and market maker/specialist positions in equity index futures contracts in accordance with the CDCC capital requirements. The proposed new Regulation 100.10(e) would allow the Member firm the option to provide capital on Member firm and market maker/specialist positions in equity index option contracts, equity index participation unit option contracts and equity index futures contracts in accordance with the CDCC capital requirements. The two additional proposed amendments are housekeeping changes to amend the definitions "Index Futures", "Index Option" and "participation units" to include products based on the S&P/TSE 60 Index.

D OBJECTIVE

The objective of the proposed amendments is to provide Member firms with the option of using the CDCC capital requirements for Member firm and market maker/specialist positions in equity index option contracts, equity index participation unit option contracts and equity index futures contracts.

E EFFECT OF PROPOSED RULE AMENDMENTS

Market Structure / Competitive Environment

The proposed amendments are not considered material in terms of their impact on market structure or the competitive environment within which the Member firms operate.

F COMPARISON WITH SIMILAR PROVISIONS

While the CDCC capital requirement calculation methodology is "risk based" and the current IDA capital requirement calculation methodology is "strategy based" there is one significant similarity between the CDCC rules and the IDA rules. As set out in Attachment #1, the CDCC rules utilize a margin interval number as part of the capital requirement calculation. The margin interval number used is determined in the exact same fashion as the regulatory margin interval used in the IDA rules (as defined in Regulation 100.9). As a result, for most equity index option and future positions, the capital requirement calculated under the CDCC and the existing IDA rules are materially the same. This is the case even though one set of rules is strategy based and one set of rules is risk based.

G PURPOSE(S) OF PROPOSAL (PUBLIC INTEREST OBJECTIVE)

According to subparagraph 14(c) of the Association's Order of Recognition as a SRO, the Association shall, where requested, provide in respect of a proposed rule change "a concise statement of its nature, purposes (having request to paragraph 13 above) and effects, including possible effect on market structure and competition". Statements have been made elsewhere as to the nature and effects of the proposals with respect to the cash account rule. The purpose of the proposal is "to standardize industry practices where necessary or

desirable for investor protection". As a result, the proposed amendments are considered to be in the public interest.

II COMMENTARY

A Filing in Another Jurisdiction

Approval of these proposed amendments will be sought from the Alberta, British Columbia, Ontario and Nova Scotia Securities Commissions.

B EFFECTIVENESS

Making the proposed amendments will provide a reasonable accommodation to those Member firms and market makers/specialists that only trade equity index related options and futures. Rather than being required to calculate their capital requirement on these positions manually or have to go to the expense of setting up their own capital requirements program, they will be able to utilize the CDCC program.

Making these amendments will not be of assistance to those Member firms who maintain hedging strategies involving equity index participation units and baskets of equity index securities, as the CDCC program does not consider these products. As such is the case, rather than utilizing the CDCC program and providing capital on the equity index participation units and baskets of equity index securities as though they were unhedged, these Member firms would be better off utilizing the existing strategy based offset rules set out in IDA Regulations 100.8 and 100.10.

C PROCESS

These proposed amendments have been agreed upon and recommended for approval by:

- the FAS Capital Formula Subcommittee
- the FAS Executive Committee; and
- the Financial Administrators Section.

III SOURCES

IDA Regulation 100.8, 100.9 and 100.10

IV OSC REQUIREMENT TO PUBLISH FOR COMMENT

The IDA is required to publish for comment the accompanying rule amendments so that the issue referred to above may be considered by OSC staff.

The Association has determined that the entry into force of the proposed amendments would be in the public interest. Comments are sought on the proposed rule amendments. Comments should be made in writing. One copy of each comment letter should be delivered within 30 days of the publication of this notice, addressed to the attention of Richard Corner, Director, Regulatory Policy, Investment Dealers Association of Canada, Suite 1600, 121 King Street West, Toronto, Ontario, M5H 3T9 and one copy addressed to the attention of the Manager, Document Management, Market Operations, Ontario Securities

Commission, 20 Queen Street West, Toronto, Ontario, M5H 3S8.

Questions may be referred to:

Richard J. Corner
Director, Regulatory Policy
Investment Dealers Association of Canada
(416) 943-6908

Attachment #1

**EXERPT FROM CDCC'S RISK MANAGEMENT BROCHURE
DETAILING THEIR CLEARING FUND OR CAPITAL
REQUIREMENT CALCULATIONS**

"3. Margin Processes

CDCC requires each member to maintain margin deposits with the clearinghouse. These deposits are designed to cover the market risk associated with each member's positions. In establishing margin requirements, CDCC recognizes the importance of maintaining a balance between ensuring adequate deposits to fulfill its guarantee, and avoiding any excess requirements that might have the effect of discouraging the liquidity and efficient operation of the market.

CDCC maintains two risk-based portfolio margining systems. From 1990 to 1997, the Theoretical Intermarket Margin System (TIMS®), first developed by The Options Clearing Corporation, was the only margining methodology used by CDCC. In March 1997, CDCC augmented the margining process with the implementation of the Standard Portfolio Analysis of Risk (SPAN®) system developed by the Chicago Mercantile Exchange. CDCC's members have the choice of either TIMS or SPAN margin requirements, making CDCC the only clearinghouse in the world to offer its members the choice of SPAN or TIMS generated margin requirements. CDCC maintains three types of accounts for its members: (1) Client; (2) Firm; and (3) On-Floor Professional Traders Accounts. Each account may contain one or more sub-accounts. The margin requirement is established for each sub-account separately. CDCC's margin systems (TIMS and SPAN) analyze all positions (options, futures, and futures options) held in each sub-account of every member. The margin system then projects a liquidating value for each sub-account, based on multiple projected market moves. The difference between the current market value and the worst projected liquidation value represents the market risk of the portfolio. Each Client sub-account is margined on a gross basis for options and on a net basis for futures. Each Firm and On-Floor Professional Traders sub-account is margined on a net basis (for both options and futures).

Margin requirements are comprised of three components. First, premium margin in both TIMS and SPAN represents the cost of liquidating all options contracts at their market prices. Second, spread margin (or inter-month spread margin in SPAN) is calculated for futures positions, based upon the expected relative price movements between contract months. Third, additional margin (or risk requirement in SPAN) represents the difference between a position's current market value and a projected worst liquidating value.

In order to calculate projected liquidating values of a portfolio of options, CDCC establishes a theoretical value for each option, based on the option's implied volatility and several projected underlying prices. This calculation of projected option values uses an accepted pricing model (Barone-Adesi and Whaley).

The projected range of underlying prices is based on estimates of the two-day maximum price movement (margin interval) for each underlying interest. Specifically, a margin interval is established by historical analysis of the greatest price volatility

that has occurred in each underlying interest over the past 20, 90 or 260 trading days. Margin intervals are designed to provide a confidence interval of three standard deviations over a two-day period. Margin intervals are updated on a monthly basis.

Margin requirements are settled the morning of the business day following trade day, before the markets open. All payments are made via an irrevocable payment processing system. Members with margin changes exceeding predetermined thresholds are investigated and reported upon to CDCC management.

CDCC continuously monitors price changes through a real-time vendor data feed and requires its members to post additional intra-day margin during periods of increased market volatility. Margin calls are made whenever market volatility is such that the price movement of a particular underlying interest is greater than a predetermined threshold of its respective margin interval. The clearing member must of its respective margin interval. The clearing member must time the member is notified of the requirement.

In addition to monitoring intra-day price movements, CDCC also monitors intra-day trades that meet certain volume thresholds. On an hourly basis, CDCC produces an exception report that identifies all members whose derivative positions have changed by pre-determined thresholds during the day. Such members may be subject to an intra-day margin call to cover increased risk due to intra-day trading."

Attachment #2

**INVESTMENT DEALERS ASSOCIATION OF CANADA
CAPITAL REQUIREMENTS FOR SPECIFIC INDEX
PRODUCTS**

THE BOARD OF DIRECTORS of the Investment Dealers Association of Canada, hereby makes the following amendments to the By-laws, Regulations, Forms and Policies of the Association:

1. Regulation 100.8 is amended by adding the following definition:
"Index Futures" means a futures contract whose underlying interest is the TSE 300 Composite Index, the TSE 100 Index, the S&P/TSE 60 Index or the Toronto 35 Index."
2. Regulation 100.8(e) is amended by adding (viii) as follows:
"(viii) Alternative Capital Requirement Calculation to that set out in 100.8(e)

Where a Member holds positions, including inventory and positions of specialists, registered traders, market makers and competitive options traders, only in Index Options, Participation Unit Options and/or Index Futures, the capital requirements shall be as specified in Regulation 100.8(e) or as set out by the Canadian Derivatives Clearing Corporation."
3. Regulation 100.9 is amended by repealing and replacing the following definitions:

"Index Option" means an Exchange Traded Option whose underlying interest is the TSE 300 Composite Index, the TSE 100 Index, the S&P/TSE 60 Index or the Toronto 35 Index.

"participation unit" means an interest in a trust, established by an exchange, the underlying assets of which are equities and/or other securities, including an interest in Toronto 35 Index Participation Units ("TIPs"), iUnits S&P/TSE 60 ("i60s") or TSE 100 Index Participation Units ("HIPs")."
4. Regulation 100.10 is amended by adding (e) as follows:

"(e) Alternative Capital Requirement Calculation to that set out in 100.10

Where a Member holds positions, including inventory and positions of specialists, registered traders, market makers and competitive options traders, only in Index Options, Participation Unit Options and/or Index Futures, the capital requirements shall be as specified in Regulation 100.10 or as set out by the Canadian Derivatives Clearing Corporation."

PASSED AND ENACTED BY THE Board of Directors this day of 2000, to be effective on a date to be determined by Association staff.

**INVESTMENT DEALERS ASSOCIATION OF CANADA –
PROPOSED BY-LAW/REGULATIONS**

I OVERVIEW

A CURRENT RULES

At the present time, the only reference in the Association's Rulebook to electronic communications or electronic delivery of documents is found under Regulation 200.1(h), which in part, states that Members may provide confirmations by electronic means to customers which are acceptable counterparties or acceptable institutions as defined in Form 1, the Joint Regulatory Financial Questionnaire and Report.

B THE ISSUE

Association staff is currently drafting a Member Regulation Notice entitled "Guidelines for the Electronic Delivery of Documents". This Notice is intended to set forth the policy of the IDA applicable to the electronic delivery of information between Member firms and their clients as permitted or required by the By-laws, Regulations, Interpretations, Policies and Forms of the IDA.

The need for this Member Regulation Notice has arisen as a result of the Canadian Securities Administrators (the "CSA") recent National Policy 11-201 Delivery of Documents by Electronic Means, published on December 17, 1999. The purpose of this Policy is to state the views of the CSA on how obligations under Canadian securities legislation to deliver documents can be satisfied by electronic means.

Like the CSA, the IDA recognizes that technology is an important tool and that the electronic delivery of documents should be encouraged as it provides a more cost efficient, timely and widespread manner of disseminating information than the current paper regime.

C OBJECTIVE

As the IDA Rulebook is generally silent as to the ability of Members to communicate with their clients electronically, the IDA Member Regulation Notice will clarify that the Association will permit the use of electronic delivery, provided Members consider the CSA's guidelines as articulated in National Policy 11-201.

As a result, to ensure consistency throughout the Association's Rulebook, and to prevent confusion among Members, the paragraph contained under Regulation 200.1(h) referring to the use to providing confirmations by electronic means should be repealed. The proposed IDA Member Regulation Notice will address the use of providing confirmations electronically, and the reference in Regulation 200.1(h) to the use of this method of delivery, while other provisions in the Rulebook remain silent, could possibly result in confusion and complications in the interpretation of the Rulebook by Members and lead to conflicts with the proposed Notice.

D EFFECT OF PROPOSED RULE

The proposed repeal of this paragraph contained in Regulation 200.1(h) will provide clarity and consistency for Members with

respect to the availability of providing electronic delivery of documents to clients.

II DETAILED ANALYSIS

A PRESENT RULES AND RELEVANT HISTORY

Under Regulation 200.1, every Member is required to keep current books and records, including under paragraph (h), copies of confirmations of all purchases and sales of securities and of all trades in commodity futures contracts and commodity futures contract options. Paragraph (h) states that these written confirmations are required to be sent promptly to customers and states what information shall be included in the confirmation.

Under this Regulation 200.1(h), a paragraph is included which states that confirmations by electronic means may be provided by Members to customers who are acceptable counterparties or acceptable institutions as defined in Form 1, the Joint Regulatory Financial Questionnaire and Report. This paragraph sets out the requirements under which such electronic confirmations may be delivered, including prior application to the Association for permission. This paragraph is the only provision in the Association's Rulebook that clearly permits the delivery of documents by electronic means.

Association staff is now preparing to issue a Member Regulation Notice which states that any By-law, Regulation or Policy of the IDA that requires or permits communications between Members and their clients, may be interpreted to permit electronic delivery, provided that the method of delivery is in accordance with the standards set out in the CSA's National Policy 11-201 Delivery of Documents by Electronic Means.

B ISSUES AND ALTERNATIVES CONSIDERED

There were two alternatives that were considered to address the issue of the language used in the paragraph under Regulation 200.1(h): the repeal of the paragraph as is presently proposed, or to revise each provision currently found in the Association's By-laws, Regulations and Policies that refers to communications between Members and their clients in order to include a reference to the permitted use of electronic delivery. It was determined that making such changes to the specific provisions in the Rulebook would be a time-consuming process. Furthermore, it was the belief of the Association that it would be in the best interests of Members of the IDA to permit electronic delivery as quickly as possible in order to respond to the rapid changes in the electronic medium and the financial services industry's increased reliance upon it. In addition, the use of a Member Regulation Notice to interpret the IDA and CSA's position on electronic delivery will permit the IDA to respond quickly to future changes made by the CSA in this area and to those changes in the technology itself.

Consequently, it was determined that as the delivery of confirmations electronically was to be included in the Notice and that no other provisions in the Association's Rulebook address the issue of electronic communications, it was prudent that the paragraph under Regulation 200.1(h) be removed in order to ensure that the provisions in the By-laws, Regulations and Policies are consistent with one another and would not

conflict with the proposed IDA Member Regulation Notice, entitled "Guidelines for the Electronic Delivery of Documents."

C PUBLIC INTEREST OBJECTIVE

Association staff believe that the proposed repeal of the provision is housekeeping in nature as it simply ensures that there is consistency between the Member Regulation Notice to be issued by the Association and its By-laws, Regulations and Policies.

III COMMENTARY

A FILING IN ANOTHER JURISDICTION

This proposed amendment will be filed for approval in Alberta, British Columbia and Ontario and will be filed for information in Nova Scotia.

B EFFECTIVENESS

The proposed change is simple and effective. It will provide clarity to our Members when reviewing the By-laws, Regulations and Policies of the Association and ensure the Notices issued by the Association work effectively in conjunction with the IDA's Rulebook.

C PROCESS

This rule change was initiated at the staff level and will be presented to the Board of Directors on January 19, 2000.

IV SOURCES

IDA Regulation 200.1(h)
CSA National Policy 11-201 Delivery of Documents by Electronic Means
Draft IDA Member Regulation Notice Guidelines for the Electronic Delivery of Documents

The Association has determined that the entry into force of the proposed Policy would be housekeeping in nature.

Questions may be referred to:

Michelle Alexander
Legal and Policy Counsel
Regulatory Policy
Investment Dealers Association of Canada
(416) 943-5885

INVESTMENT DEALERS ASSOCIATION OF CANADA
REGULATION AMENDMENT

1. The following paragraph of Regulation 200.1(h) is repealed:

"Members may provide confirmations by electronic means to customers which are acceptable counterparts or acceptable institutions as defined in Form 1 (Joint Regulatory Financial Questionnaire and Report) if the customer has authorized the Member to do so and the Member has complied with the terms of this paragraph. Any Member wishing to provide electronic confirmations must first apply to the Vice-President, Financial Compliance for permission. Such application must include a description of the system and data that will be communicated, the means that will ensure such data can be readily produced in written form and retrieved at a later date and the names of the intended recipients. The Member shall also undertake to the Association that notice of any changes to the systems to be used, the recipients and the persons providing or operating the systems will be given promptly to the Vice-President, Financial Compliance. Each Member must make application in respect of the system it intends to use even though other Members may have been granted permission to use the same or a similar system."

And replaced with:

"The Association's policies with respect to electronic delivery of documents are set out in the applicable guideline."

INVESTMENT DEALERS ASSOCIATION OF CANADA –
PROPOSED POLICY NO. 6, PART I – PROFICIENCY
REQUIREMENTS

I. OVERVIEW

On April 14, 1999 the Association's Board approved Part I of Policy No. 6, which consolidates into one policy document the various proficiency requirements currently found throughout the Association's Regulations and By-laws.

Part I Proficiency Requirements was approved by both the Ontario Securities Commission and the British Columbia Securities Commission in September, 1999. However, following this date, the IDA was made aware that section 6 of the Policy, addressing proficiency requirements for portfolio managers and associate portfolio managers, failed to indicate that the completion of the Professional Financial Planning Course ("PFPC") as a prerequisite for enrollment in the Canadian Investment Management Program ("CIM"), Part II, was only intended to be available for a limited period of time. The use of the PFPC as an acceptable prerequisite was available only until the alternate course, the Investment Management Techniques Course ("IMT") was implemented and made available to students. Consequently, clauses 6.1(a)(i)A and 6.3(a)(i)A of the Policy require revision in order to indicate that only those individuals currently *enrolled* in the PFPC may use this course as a prerequisite for enrollment in the CIM, Part II (soon to be replaced with the new Portfolio Management Techniques Course ("PMT")).¹

A CURRENT RULES

Previously, Regulation 1300.9 required Parts I and II of the CIM course for portfolio managers. The CIM, Part I was withdrawn in 1996 and students could instead enroll in the PFPC as a prerequisite for the CIM, Part II.

In early 1999, students were advised that the PFPC would no longer be available to them by the end of the summer as a route to CIM, Part II or its successor course, the PMT. On August 31, 1999, both the route from enrollment in the PFPC to CIM, Part II, and enrollment in CIM, Part II itself were withdrawn as scheduled for students enrolling thereafter. Consequently, those students currently enrolled in the PFPC have until August 31, 2002 to complete this course and apply it towards enrollment in the PMT (previously the CIM, Part II). On a going forward basis, therefore, both the regulatory and academic requirement for the CIM designation will be limited to only those students who successfully complete IMT and PMT.

B THE ISSUE

Section 6 of Part I of Policy No. 6, Proficiency Requirements requires amendment in order to clarify that only those individuals currently enrolled in the PFPC may apply this

¹

The Portfolio Management Techniques Course has received Ontario Securities Commission approval, but is awaiting approval from the British Columbia Securities Commission.

course towards enrollment in the CIM, Part II. In all other circumstances, individuals must first complete the IMT.

C EFFECT OF REVISION

The revision to Part I Proficiency Requirements will provide clarity and consistency for applicants with respect to course requirements for portfolio managers.

II. DETAILED ANALYSIS

The CSI introduced the PFPC as a replacement to the CIM, Part I. This was the result of the rising demand within the industry for a true financial planning course.

Further, the CSI, after industry research, concluded that the portfolio management field was becoming increasingly sophisticated and that their portfolio management stream of courses required more in-depth knowledge of modern portfolio management theory. Accordingly, the CIM, Part II was upgraded and IMT was born with a strong focus on advanced suitability and product selection.

It was concluded that there was enough diversity in the industry and in the learning objectives to support two streams: the first to those Investment Advisors who wished to pursue a career in personal financial planning, and a separate stream for those who desired a career in investment advisory services. Thus, those in the first stream will be required to complete the PFPC and an additional course currently under development, while those in the second stream will be required to complete the IMT and PMT.

As a result of the introduction of the IMT as an alternative to the PFPC and the decision to use these courses as a means for industry participants to achieve different industry skills and pursue different career streams, it is necessary to indicate in Part I of Policy No. 6, Proficiency Requirements that applicants who successfully complete the PFPC before August 31, 2002 (i.e. are currently enrolled in the PFPC) may use this course as a prerequisite for enrollment in the PMT (previously, the CIM, Part II). Applicants who have not completed the PFPC before August 31, 2002 must successfully complete the IMT prior to enrolling in the PMT.

III. COMMENTARY

A FILING IN ANOTHER JURISDICTION

These proposed amendments will be filed for approval in Alberta, British Columbia and Ontario and will be filed for information in Nova Scotia.

IV. SOURCES

IDA Regulations 1300.9A and 1300.9C. CSI Memorandum "Evolution of Course Changes within the CIM Program".

V. OSC REQUIREMENT TO PUBLISH FOR COMMENT

The IDA is required to publish for comment the accompanying Policy so that the issue referred to above may be considered by OSC staff.

The Association has determined that the entry into force of the proposed Policy would be in the public interest. Comments are sought on the proposed Policy. Comments should be made in writing. One copy of each comment letter should be delivered within 30 days of the publication of this notice, addressed to the attention of the Michelle Alexander, Investment Dealers Association of Canada, Suite 1600, 121 King Street West, Toronto, Ontario, M5H 3T9 and one copy addressed to the attention of the Manager, Document Management, Market Operations, Ontario Securities Commission, 20 Queen Street West, Toronto, Ontario, M5H 3S8.

Questions may be referred to:

Michelle Alexander
Legal and Policy Counsel
Investment Dealers Association of Canada
(416) 943 - 5885

INVESTMENT DEALERS ASSOCIATION OF CANADA

POLICY NO. 6

PART I – PROFICIENCY REQUIREMENTS

AMENDMENTS TO SECTION 6 - PORTFOLIO MANAGERS

1. Section 6 of Part I of Policy No. 6, Proficiency Requirements is revised as follows:

"6.1 The proficiency requirements for a portfolio manager under Regulation 1300.9A are the following:

- (a) Successful completion of
 - (i) the Canadian Investment Management program, Part II and
 - A. the Professional Financial Planning Course prior to August 31, 2002, or
 - B. the Investment Management Techniques Course, or
 - (ii) the Chartered Financial Analyst designation administered by the Association for Investment Management and Research;

(b) Experience

- (i) of at least three years as an associate portfolio manager,
- (ii) of at least three years as a registered representative and two years of experience as an associate portfolio manager,
- (iii) of at least three years as a research analyst for a Member firm of a self-regulatory organization and two years as an associate portfolio manager, or
- (iv) of at least five years, managing a portfolio of \$5,000,000 or more, on a discretionary basis, while employed by a government-regulated institution; and

(c) At the time of application, and for a period of not less than one year prior to the application, has had assets having an aggregate value of not less than \$5,000,000 under his or her direct administration on a discretionary basis.

6.2 The proficiency requirements for a futures contracts portfolio manager under Regulation 1300.9B are the following:

(a) Experience

- (i) of at least three years as an associate portfolio manager, or

(ii) of at least two years as an associate portfolio manager and at least three years in a category of registration described in Regulation 1300.9B(b); and

(b) At the time of application, and for a period of not less than one year prior to such application, has had assets comprised of commodity futures having an aggregate value of not less than \$5,000,000 under his or her direct administration on a discretionary basis, provided that the aggregate value of such assets shall be computed based upon the value of the underlying commodities.

6.3 The proficiency requirements for an associate portfolio manager under Regulation 1300.9C are the following:

- (a) Successful completion of
 - (i) the Canadian Investment Management program, Part II and
 - A. the Professional Financial Planning Course prior to August 31, 2002, or
 - B. the Investment Management Techniques Course, or
 - (ii) the Chartered Financial Analyst designation administered by the Association for Investment Management and Research; and

(b) Experience

- (i) of at least two years as a registered and practicing registered representative, or
- (ii) of at least two years as a research analyst for a member firm of a self-regulatory organization."

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Chapter 14

Take-over Bids, Issuer Bids, Going Private Transactions and Early Warning Reports

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

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Chapter 25
Other Information

25.1.1 Securities

Release from Escrow

<u>COMPANY NAME</u>	<u>DATE</u>	<u>NUMBER AND TYPE OF SHARES</u>	<u>ADDITIONAL INFORMATION</u>
Ionic Energy Inc.	Feb 3, 2000	583,168 common shares	---

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