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Scarborough, Ontario
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September 21, 2003

John Stevenson, Secretary
Ontario Securities Commission
20 Queen Street West, Suite 1900, Box 55
Toronto, Ontario
M5H 3S8

Dear Mr. Stevenson:

I am responding to the request for comments for Multilateral Instrument 52-110, forms 52-110F1 and 52-110F2 and companion policy 52-110CP, Audit Committees.

My response relates to page 4, specific request for comment 2, which asks if the AIF is the appropriate location for disclosure of an audit committee's financial expert.

I believe that this information should be disclosed in the corporation's annual financial statements along with the qualifications making him/her a financial expert. As most people generally only read the annual financial statements and not the AIF, they miss a crucial piece of information in determining if an audit committee is truly financial literate or has at least one person who meets the requirements as set out in instrument 52-110.

If companies do not wish to disclose this information in their financial statements, then the AIF that contains the audit committee members' financial expertise should be included in each package that goes to all current and future investors. As well, if a company displays its financial statements on a website, the AIF should be a companion document to the annual financial statements that is easily available to the public.

An audit committee member's knowledge of financial concepts is crucial to the efficient execution of its duties to the shareholders of the company. Investors are relying on these committees to ensure companies are taking due care in monitoring their investments and acting in a professional manner and acting as good stewards of their capital.

To conclude, I believe that the disclosure of an audit committee's financial expertise or lack of same must be disclosed in the financial statements to protect all current and potential shareholders in any company.

Yours Sincerely,

Thomas P. Reilly, CMA