



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

PO Box 55, Suite 800
20 Queen Street West
Toronto ON M5H 3S8

CP 55, Bureau 800
20 rue Queen ouest
Toronto ON M5H 3S8

**IN THE MATTER OF NATIONAL POLICY 43-201
MUTUAL RELIANCE REVIEW SYSTEM FOR
PROSPECTUSES AND ANNUAL INFORMATION FORMS**

AND

IN THE MATTER OF

MGI SOFTWARE CORP.

This final mutual reliance review system decision document evidences that notices of acceptance of the regulators in each of Ontario and Quebec have been issued for an initial annual information form of the above issuer dated 11th, April, 2000.

DATED at Toronto this 9th day of May, 2000.

"Heidi Franken"

Heidi Franken
Manager, Corporate Finance Branch

TO: LaBarge Weinstein
A Business Law Firm

Attention: Prashant R. Watchmaker

Project #254748