

**REVISED NOTICE PURSUANT TO SECTION 12 OF THE SECURITIES ACT (QUEBEC)
AND SECTION 115 OF THE REGULATION THEREUNDER**

1. DATE OF THE BEGINNING OF THE DISTRIBUTION

On or about October 24, 2001.

2. DESCRIPTION OF SECURITIES TO BE DISTRIBUTED

Common shares ("Common Shares") in the share capital of NHC Communications Inc. ("NHC"). The Common Shares are fully participating and entitle their holder to one vote per share held.

3. NUMBER OF SECURITIES TO BE DISTRIBUTED, PRICE AND TOTAL VALUE

A maximum of up to 4,240,000 Common Shares are proposed to be distributed at a price of \$0.76 per Common Share, for aggregate gross proceeds of \$3,222,400.

4. METHOD OF DISTRIBUTION

The Common Shares are being issued directly by NHC.

5. NET PROCEEDS TO THE CORPORATION AND USE OF NET PROCEEDS

NHC will receive net proceeds in the maximum amount of \$3,131,400 from the issuance of the Common Shares. These net proceeds will be used by NHC for working capital, to pay suppliers and for corporate development purposes.

6. NAME OF ANY SECURITY HOLDER SELLING SECURITIES

N/A.

7. NAME OF THE COMPETENT AUTHORITY ENTITLED TO GRANT AN EXEMPTION

Commission des valeurs mobilières du Québec.

8. COPY OF ANY INFORMATION DOCUMENT THAT WILL BE REMITTED TO SUBSCRIBERS

N/A.