

THIS IS NOT A LETTER OF TRANSMITTAL

NOTICE OF GUARANTEED DELIVERY

for

DEPOSIT OF COMMON SHARES

of

Xillix Technologies Corp.

Pursuant to the Offer and Circular date May 3, 2000 of

Otis-Winston Ltd.

This Notice of Guaranteed Delivery must be used to accept the offer (the "Offer") dated May 3, 2000 by Otis-Winston Ltd. to purchase up to 590,000 common shares of Xillix Technologies Corp. if certificates representing the Xillix Shares are not immediately available or time will not permit all required documents to reach Heritage Trust Company (the "Depository") at or prior to the Expiry Time. This Notice of Guaranteed Delivery may be delivered by hand or transmitted by facsimile transmission or mailed to the Depository at its office indicated below and must be received by the Depository at or prior to the Expiry Time. Such form must include a guarantee by a Canadian chartered bank, a trust company in Canada, a commercial bank or trust company having an office, branch or agency in the United States, a member firm of The Toronto Stock Exchange, the Montreal Stock Exchange, the Canadian Venture Exchange or a national securities exchange in the United States or the National Association of Securities Dealers Inc. or a member of the Securities Transfer Agents Medallion Program (Stamp)(an "Eligible Institution"). See Section 3 of the Offer.

To Heritage Trust Company

Heritage Trust Company

**By Mail
Or By Hand**

4 King Street West
Suite 1320
Toronto, Ontario M5H 1B6
By Facsimile Transmission: (416) 594-3369

The undersigned hereby deposits the Xillix Shares indicated below pursuant to the guaranteed delivery procedure set forth in Section 3 of the Offer with Otis-Winston acquiring Xillix Shares, upon the terms and subject to the conditions set forth in the Offer and accompanying Circular, which are hereby incorporated by reference into this Notice of Guaranteed Delivery, the receipt of which is hereby acknowledged.

Area Code and Telephone Number during Business Hours: _____

Dated: _____, 2000

Signature(s): _____

GUARANTEE

The undersigned, an Eligible Institution, guarantees delivery to the Depository of the certificates representing the Xillix Technologies Corp. Shares deposited hereby, in proper form for transfer with a properly completed and duly executed Letter of Transmittal or facsimile thereof covering such Xillix Technologies Corp. Shares with any required signature guarantees and any other required documents, to the offices of the Depository, all at or before 5:00 p.m. on the third trading day on The Toronto Stock Exchange after the date hereof.

Name of Firm: _____
Authorized Signature

Address: _____

Name: _____
Please Print
Title: _____

Area Code and Tel. No.: _____ Dated: _____