



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

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20 Queen Street West
Toronto ON M5H 3S8

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

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

AND

IN THE MATTER OF

Certicom Corp.

Receipt for (Final) short form prospectus, filed in accordance with the PREP Procedures of National Policy Statement No. 44, dated April 10th, 2000 relating to the securities of the above Issuer is hereby issued pursuant to subsection 1 of section 61 of the Act.

This final mutual reliance review system decision document evidences that final receipts of the regulators in each of **British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Quebec, New Brunswick, Nova Scotia, Prince Edward Island, Newfoundland, Yukon, Nunavut and Northwest Territories** have been issued.

DATED at Toronto this 10th day of April, 2000.

"Margo Paul"

Margo Paul
Manager, Corporate Finance Branch

TO: McCarthy Tetrault
Barristers and Solicitors

Attention: Jonathan Grant

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Project #243333