HSI ACQUISITION CORP.
Suite 1500 – 1075 West Georgia Street
Vancouver, B.C.
V6E 3C9

To: Shareholders of HARS Systems Inc.

Dear Sirs/Mesdames:

Acquisition of all of the Remaining Outstanding Common Shares of HARS Systems Inc.

On April 26, 2002, HSI Acquisition Corp. ("HSI") mailed to all shareholders of common shares ("Common Shares") of HARS Systems Inc. ("HARS") an offer, as amended by a Notice of Change and Variation dated May 24, 2002, and by a Notice of Extension dated June 4, 2002 (the "Offer"), to purchase all of the outstanding Common Shares for $0.62 cash per Common Share. The Offer expired at 5:00 p.m. (Toronto time) on June 17, 2002.

Holders of Common Shares holding more than 90% of the outstanding Common Shares, other than Common Shares held by HSI, accepted the Offer. HSI has taken up and paid for all Common Shares tendered under the Offer. HSI, together with certain members of HARS management, now have beneficial ownership of 20,188,752 Common Shares, constituting approximately 96% of HARS' issued and outstanding Common Shares.

In accordance with section 255 of the *Company Act* (British Columbia) (the "BCCA"), HSI hereby gives you notice (the "Notice") that HSI is exercising its statutory rights under the BCCA to acquire your Common Shares. By giving you this Notice, HSI is entitled and bound to acquire your Common Shares at the purchase price of $0.62 per Common Share, unless the Supreme Court of British Columbia (the "Court"), on application made by you within two months from the date of the giving of this Notice, orders otherwise. On such an application by you, the Court may fix the price and terms of payment for your Common Shares and make such consequential orders and give directions as it deems appropriate.

If the Court has not, on an application made by you or another holder of Common Shares who did not accept the Offer (a "dissenting offeree"), ordered otherwise, HSI shall, on the expiry of two months from the date on which this Notice was given, or if an application to the Court by you or a dissenting offeree to whom this Notice was given is then pending, after that application has been disposed of, pay or transfer to HARS the amount of consideration representing the price payable by HSI for the Common Shares which HSI is entitled to acquire, and HARS will thereupon register HSI as the holder of such Common Shares. Any sum received by HARS in the matter set out above shall be paid to a separate account and, together with any other consideration so received, shall be held by HARS, or a trustee approved by the Court, in trust for you and the dissenting offerees.

If you wish to transfer your Common Shares to HSI, you should send the certificate or certificates representing your Common Shares and the Letter of Transmittal accompanying this Notice to HSI care of CIBC Mellon Trust Company at the address set out in the Letter of Transmittal. The method of delivery of your certificate(s) and Letter of Transmittal is at your option and risk. It is recommended, however, that the certificate(s) and Letter of Transmittal be delivered by hand and a receipt obtained. If mail is used, registered mail is suggested. If your certificate(s) for Common Shares has been lost or destroyed, you should contact CIBC Mellon Trust Company at the address set out at the end of this Notice. If you do not send the certificate(s) representing your Common Shares and Letter of Transmittal to CIBC Mellon Trust Company you will not receive payment with respect to your Common Shares. All monies due to you in respect of your Common Shares will be held by HARS in trust until certificate(s) representing your Common Shares and the Letter of Transmittal have been delivered to CIBC Mellon Trust Company.

DATED this 20th day of June, 2002.

HSI Acquisition Corp.

By: (Signed)
Terry Holland
President

LETTER OF TRANSMITTAL

to accompany certificates for
common shares of

HARS SYSTEMS INC.

to be deposited pursuant to the Notice dated June 20, 2002
by

HSI ACQUISITION CORP.

a subsidiary of TRIMIN CAPITAL CORP.

TO: **HSI ACQUISITION CORP.**
AND TO: **CIBC MELLON TRUST COMPANY**

Dear Sirs/Mesdames:

Reference is made to the notice (the “Notice”) of HSI Acquisition Corp. (“HSI”) dated June 20, 2002 relating to the offer dated April 26, 2002, as amended by a Notice of Change and Variation dated May 24, 2002, and by a Notice of Extension dated June 4, 2002 (the “Offer”), by HSI to purchase all of the outstanding common shares (“Common Shares”) of HARS Systems Inc. (“HARS”) for $0.62 per Common Share. Pursuant to the Notice, the undersigned hereby delivers to HSI and CIBC Mellon Trust Company (the “Depositary”) the enclosed certificate(s) for Common Shares free and clear of all liens, restrictions, charges, encumbrances, claims and equities whatsoever. The following are the details of the enclosed certificate(s):

DESCRIPTION OF COMMON SHARES DEPOSITED
(if insufficient space, attach a signed list in the form below)

NUMBER OF COMMON SHARES	**CERTIFICATE NUMBER**	**NAME AND ADDRESS OF SHAREHOLDER** (please print)

The undersigned hereby directs HSI and the Depositary to mail the cheque representing the amount of cash to which the undersigned is entitled for the Common Shares in the name indicated below by first class mail, postage prepaid, or to hold such cheque for pick-up, in accordance with the instructions given below.

BOX A

ISSUE CHEQUE(S) IN THE NAME OF THE REGISTERED HOLDER OF THE COMMON SHARES PAID FOR UNDER THE NOTICE

OR

❑ AS FOLLOWS (please print)

____
(Name)

____
(Street Address and Number)

____
(City and Province or State)

____
(Country and Postal or Zip Code)

____
(Telephone - Business)

____
(Canadian Social Insurance Number or
U.S. Resident Taxpayer Identification Number)

BOX B

❑ SEND CHEQUE(S) TO SAME ADDRESS AS **BOX A**

OR

❑ AS FOLLOWS (please print)

____
(Name)

____
(Street Address and Number)

____
(City and Province or State)

____
(Country and Postal or Zip Code)

OR

❑ HOLD CHEQUE(S) FOR PICK-UP AGAINST COUNTER RECEIPT AT THE FOLLOWING OFFICE OF THE DEPOSITARY (please circle one):

TORONTO/VANCOUVER

DATED: ______________________________

____
Signature of Shareholder

____
Name of Shareholder

CIBC MELLON TRUST COMPANY

By Mail

CIBC Mellon Trust Company

P.O. Box 1036

Adelaide Street Postal Station

Toronto, Ontario

M5C 2K4

By Hand or Courier

Toronto:

199 Bay Street
Commerce Court West
Securities Level
Toronto, Ontario M5L 1G9

Vancouver:

Suite 1600
1066 West Hasting Street
Vancouver, British Columbia
V6E 3X1

Telephone: (416) 643-5500

Toll-Free: 1-800-387-0825

Inquiries by email:

inquiries@cibcmellon.com