

**IN THE MATTER OF
THE SECURITIES LEGISLATION OF THE PROVINCES OF
ALBERTA, SASKATCHEWAN, ONTARIO, QUÉBEC,
NOVA SCOTIA AND NEWFOUNDLAND AND LABRADOR**

AND

**IN THE MATTER OF
THE MUTUAL RELIANCE REVIEW SYSTEM FOR
EXEMPTIVE RELIEF APPLICATIONS**

AND

**IN THE MATTER OF
3M-AiT, LTD.**

MRRS DECISION DOCUMENT

WHEREAS the local securities regulatory authority or regulator (the “Decision Maker”) in each of the provinces of Alberta, Saskatchewan, Ontario, Québec, Nova Scotia and Newfoundland and Labrador (the “Jurisdictions”) has received an application (the “Application”) from 3M-AiT, Ltd. (“3M-AiT”) for a decision under the securities legislation of each of the Jurisdictions (the “Legislation”) that 3M-AiT be deemed to have ceased to be a reporting issuer or the equivalent thereof under the Legislation;

AND WHEREAS under the Mutual Reliance Review System for Exemptive Relief Applications (the “MRRS”), the Ontario Securities Commission is the principal regulator for the Application;

AND WHEREAS 3M-AiT has represented to the Decision Makers as follows:

1. 3M-AiT is the corporation continuing under the *Canada Business Corporations Act* following the amalgamation (the “Amalgamation”) on July 19, 2002 of AiT Advanced Information Technologies Corporation (“AiT”) and 4081803 Canada Inc., a wholly-owned subsidiary of 3M Canada Company.
2. The head office of 3M-AiT is located in London, Ontario.
3. AiT was a reporting issuer or the equivalent in the Jurisdictions at the time of the Amalgamation and, as a result of the Amalgamation, 3M-AiT became a reporting issuer or the equivalent in the Jurisdictions.
4. 3M-AiT is not in default of any of its obligations as a reporting issuer under the Legislation.

5. Upon the Amalgamation: (i) all of the issued common shares of 4081803 Canada Inc. were converted into common shares of 3M-AiT and (ii) all of the issued common shares of AiT were converted into Class A Preferred Shares of 3M-AiT on the basis of one Class A Preferred Share of 3M-AiT for each issued common share of AiT (collectively, the "Share Conversion"). Effective July 23, 2002 all of the outstanding Class A Preferred Shares of 3M-AiT were redeemed for \$2.88 per share.
6. As a result of the Amalgamation and subsequent Share Conversion, all of the issued common shares of 3M-AiT are owned by 3M Canada Company.
7. 3M-AiT has no other securities, including debt securities, outstanding.
8. The common shares of AiT have been de-listed from The Toronto Stock Exchange and no securities, including debt securities, of 3M-AiT are listed or quoted on any stock exchange or market.
9. 3M-AiT has no present intention of seeking public financing by way of an offering of its securities in Canada.

AND WHEREAS under the MRRS, this MRRS Decision Document evidences the decision of each Decision Maker (collectively, the "Decision");

AND WHEREAS each of the Decision Makers is satisfied that the test contained in the Legislation that provides the Decision Maker with the jurisdiction to make the Decision has been met;

THE DECISION of the Decision Makers under the Legislation is that 3M-AiT is deemed to have ceased to be a reporting issuer or the equivalent thereof under the Legislation.

DATED this 9th day of September, 2002.

"John Hughes"

John Hughes
Manager, Corporate Finance

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - Issuer has only one security holder - issuer deemed to have ceased being a reporting issuer.

Applicable Ontario Statutory Provisions

Securities Act, R.S.O. 1990, c.S.5, as am. s. 83.