

Headnote

Mutual Reliance Review System for Exemptive Relief Applications – issuer deemed to be no longer a reporting issuer under the Act;

Applicable Alberta Statutory Provisions

Securities Act, R.S.A., 2000, c.S-4, section 153

IN THE MATTER OF
THE SECURITIES LEGISLATION
OF ALBERTA AND SASKATCHEWAN

AND

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

AND

IN THE MATTER OF ADOBE SYSTEMS INTERNATIONAL LIMITED PARTNERSHIP

MRRS DECISION DOCUMENT

1. WHEREAS the local securities regulatory authority or regulator (the "Decision Maker") in each of Alberta and Saskatchewan (the "Jurisdictions") has received an application from Adobe Systems International Limited Partnership ("Adobe LP") for a decision under the securities legislation of the Jurisdictions (the "Legislation") that Adobe LP be deemed to have ceased to be a reporting issuer under the Legislation;
2. AND WHEREAS pursuant to the Mutual Reliance Review System for Exemptive Relief Applications (the "System") the Alberta Securities Commission is the principal regulator for this application;
3. AND WHEREAS the Adobe LP has represented to the Decision Makers that:
 - 3.1 Adobe LP is a limited partnership formed under the laws of the Cayman Islands, all of the interests of which are directly or indirectly owned by Adobe Systems Incorporated ("Adobe");
 - 3.2 pursuant to a plan of arrangement completed under section 192 of the CBCA and effective April 12, 2002 (the "Arrangement"), Adobe, through Adobe LP, acquired all of the issued and outstanding common shares of Accelio Corporation;
 - 3.3 as a result of the Arrangement, Adobe LP became a reporting issuer in the Jurisdictions;

- 3.4 Adobe LP is not a reporting issuer or the equivalent in any other province or territory of Canada and no securities of Adobe LP are listed or quoted for trading on any exchange or market;
- 3.5 Adobe LP does not intend to seek public financing by way of an offering of its securities;
- 3.6 other than securities held by Adobe, there are no other outstanding securities, including debt securities, of Adobe LP;
- 3.7 Adobe LP is not in default of the Legislation in the Jurisdictions;
4. AND WHEREAS under the System, this MRRS Decision Document evidences the decision of each Decision Maker (collectively, the "Decision");
5. 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;
6. AND WHEREAS the Decision of the Decision Makers under the Legislation is that Adobe LP is deemed to have ceased to be a reporting issuer under the Legislation.

DATED this 14th day of June, 2002.

"original signed by"

Patricia M. Johnston

Director, Legal Services & Policy Development