



Ontario
Securities
Commission

Commission Des
valeurs mobilières
de l'Ontario

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20 rue Queen ouest
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April 15, 2002

Torys LLP

Attention: Deanna Dobrowsky

Dear Sirs/Mesdames:

RE: AGF European Asset Allocation Fund (the "European Fund") and AGF World Balanced Fund (the "World Fund") (collectively, the "Funds")

Application under section 5.7 of National Instrument 81-102 ("NI 81-102") for approval, pursuant to subsection 5.5(1)(b) of the Instrument, of the securities regulatory authorities of each province and territory of Canada (the "Decision Makers") for the merger of the Funds

By letter dated March 13, 2002 (the "Application"), AGF Funds Inc. requested the approval of the Decision Makers under clause 5.5(1)(b) of NI 81-102, to permit the merger (the "Merger") of the European Fund into the World Fund.

This letter confirms that based on the information and representations contained in the Application and for the purposes described in the Application, the Decision Makers hereby approve the Merger.

Yours truly,

"Paul A. Dempsey"

Paul A. Dempsey
Manager
Investment Funds, Capital Markets