

April 7, 2004

Osler, Hoskin & Harcourt LLP
Box 50, 1 First Canadian Place
Toronto, ON M5X 1B8

ATTN: Lori A. Stein

Dear Sirs and Mesdames:

Re: Cara Operations Limited (the "Applicant") - Application to Cease to be a Reporting Issuer under the securities legislation of Alberta, Manitoba, Newfoundland & Labrador, Nova Scotia, Ontario, Québec and Saskatchewan (the "Jurisdictions")

WHEREAS the Applicant has applied to the local securities regulatory authority or regulator (the "Decision Maker") in each of the Jurisdictions for a decision under the securities legislation (the "Legislation") of the Jurisdictions to be deemed to have ceased to be a reporting issuer in the Jurisdictions.

AND WHEREAS the applicant has represented to the Decision Makers that,

- της ουτστανδινγ σεχυριτιες οφ της Αππλιχαντ, ινγλυδινγ δεβτ σεχυριτιες, αρε βε νεφιγιαλλησ οωνεδ, διρεχτλησ ορ ινδιρεχτλησ, βη λεσσ τηαν 15 σεχυριτησ ηολδερσ ιν εαχη οφ της φυρισδιχτιονσ ιν Χαναδα ανδ λεσσ τηαν 51 σεχυριτησ ηολδερσ ιν τοταλ ιν Χαναδα;
- νο σεχυριτιες οφ της Αππλιχαντ αρε τραδεδ ον α μαρκετπλαχε ασ δεφινεδ ιν Νατ ιοναλ Ινστρυμεντ 21-101 Μαρκετπλαχε Οπερατιον;
- της Αππλιχαντ ισ αππληινγ φορ ρελιεφ το χεασε το βε α ρεπορτινγ ισσυερ ιν αλλ οφ της φυρισδιχτιονσ ιν Χαναδα ιν ωηιχη ιτ ισ χυρρεντλησ α ρεπορτινγ ισσυερ; ανδ
- της Αππλιχαντ ισ νοτ ιν δεφαυλτ οφ ανησ οφ ιτσ οβλιγατιονσ υνδερ της Λεγισλατι ον ασ α ρεπορτινγ ισσυερ,

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 and orders that the Applicant is deemed to have ceased to be a reporting issuer.

"Cameron McInnis"
Cameron McInnis
Manager, Corporate Finance
Ontario Securities Commission

Headnote

Mutual Reliance Review System for Exemptive Relief Applications - issuer deemed to have ceased to be a reporting issuer.

Ontario Statutes

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