



IN THE MATTER OF  
THE SECURITIES ACT, 1988, S.S. 1988, c. S-42.2

AND

IN THE MATTER OF  
VERTICAL SOFTWARE CORPORATION

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TEMPORARY ORDER  
(Section 134)

WHEREAS it has been represented to the Saskatchewan Securities Commission (the "Commission") by the staff of the Commission that Vertical Software Corporation (the "Issuer"):

- (a) being a reporting issuer other than a mutual fund within the meaning of The Securities Act, 1988, S.S. 1988, c. S-42.2 (the "Act"), has failed to file financial statements for the three month period ending June 30, 1989 and the six month period ending September 30, 1989, as required under section 86(1)(b) of the Act and sections 122 and 123 of The Securities Regulations, R.R.S., c. S-42.2 Reg 1. (the "Regulations");
- (b) being a reporting issuer other than a mutual fund within the meaning of the Act, has failed to file an annual audited financial statement for its financial year ending March 31, 1989, as required under section 87 of the Act and section 117 and 126 of the Regulations.

AND WHEREAS the Commission is of the opinion that it is in the public interest to make this Order;

AND WHEREAS the Commission is of the opinion that the length of time required for a hearing would be prejudicial to the public interest;

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THE COMMISSION HEREBY ORDERS pursuant to section 134(3) of the Act that trading in the securities of the Issuer cease forthwith up to and including the 3rd day of January 1990. This order may be further extended for such period as the Commission considers necessary where sufficient information to enable the Commission to make an order under section 134(1) is not provided to the Commission on or before the 3rd day of January, 1990. If the Issuer makes a request which is received by the Commission on or before the 3rd day of January, 1990, it shall be granted a hearing before the Commission to be held at the offices of the Commission being:

Saskatchewan Securities Commission  
1914 Hamilton Street  
8th Floor, Toronto Dominion Bank Building  
Regina, Saskatchewan  
S4P 3V7

THE PURPOSE OF THE HEARING held at the request of the Issuer will be to consider whether it is in the public interest that a permanent cease trade order pursuant to section 134(1) of the Act be made in respect of the securities of the Issuer by reason of the failure of the Issuer to file financial statements as hereinbefore described and by reason of failing to provide the Commission with satisfactory information on or before the date of the hearing or any extension thereof by the Commission;

AND TAKE NOTICE that any party to the proceedings may be represented by counsel of his choice at any hearing held at the request of the Issuer;

AND TAKE NOTICE that upon failure of any party to attend any hearing held at the request of the Issuer at the time agreed upon, the hearing may proceed in the absence of such party and such party is not entitled to any further notice in the proceedings.

DATED at the City of Regina, in the Province of Saskatchewan, this 19th day of December, 1989



MARCEL de la GORGENDIERE, Q.C.  
CHAIRMAN  
SASKATCHEWAN SECURITIES COMMISSION

To: Vertical Software Corporation  
211 - 3521 8th Street East  
Saskatoon, Sask.  
S7H 0W5  
Attention: J. Michael Barry