

Edgar Filing: EXFO INC. - Form SC 13G

EXFO INC.  
Form SC 13G  
February 10, 2011

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. \_\_\_3\_\_\_)

EXFO Inc.

(Name of Issuer)

SUB-VOTING

(Title of Class of Securities)

302046107

(CUSIP Number)

Feb 1, 2011

Date of Event Which Requires Filing of this Statement

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

X Rule 13d-1(b)  
? Rule 13d-1(c)  
? Rule 13d-1(d)

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 302046107

1

Name of reporting person  
S.S. or I.R.S. Identification No. of Above Person

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CONNOR, CLARK & LUNN INVESTMENT MANAGEMENT LTD.

2

Check the appropriate box if a member of a group

(a)

(b)

X

3

SEC USE ONLY

4

Citizenship or place of organization

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Vancouver, British Columbia, Canada

5

Sole Voting Power

Number of Shares

Beneficially

6

Shared Voting Power

owned

1,173,493

by each reporting

7

Sole Dispositive Power

person with

1,173,493

8

Shared Dispositive Power

9

Aggregate amount beneficially owned by each reporting person

Connor, Clark & Lunn Investment Management Ltd.

1,173,493

10

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Check box if the aggregate amount in row (9) excludes certain shares\*

Not Applicable

11

Percent of Class Represented by amount in Row 9

Connor, Clark & Lunn Investment Management Ltd.

5.07%

12

Type of Reporting\*

IA (Investment Adviser)

SCHEDULE 13G

Item 1.

- (a) EXFO Inc.
- (b) 400, avenue Godin  
Vanier, Quebec G1M 2K2  
CANADA

Item 2.

- (a) CONNOR, CLARK & LUNN INVESTMENT MANAGEMENT LTD.
- (b) 2200-1111 West Georgia Street  
Vancouver, BC V6E 4M3  
Canada
- (c) Vancouver, British Columbia, Canada
- (d) SUB-VOTING
- (e) 302046107

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(h), check whether the person filing is a:  
Investment Adviser in accordance with Rule 13d-1(b)(1)(ii)(E)

Item 4. Ownership

- (a) 1,173,493
- (b) 5.07%
- (c)
  - (i) Not applicable
  - (ii) 1,173,493
  - (iii) 1,173,493
  - (iv) Not applicable

Item 5. Ownership of Five Percent or Less of a Class  
Not applicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person  
Not applicable

