

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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SCHEDULE TO  
Tender Offer Statement Under Section 14(d)(1) or 13(e)(1)  
of the Securities Exchange Act of 1934

(Amendment No. 1)

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WAVE TECHNOLOGIES INTERNATIONAL, INC.  
(Name of Subject Company (Issuer))

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WTI ACQUISITION CORPORATION  
THE THOMSON CORPORATION  
(Names of Filing Persons (Offerors))

-----  
Common Stock, Par Value \$0.50 Per Share  
(Title of Class of Securities)

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94352Q - 10 - 9  
(CUSIP Number of Class of Securities)

Michael S. Harris, Esq.  
The Thomson Corporation  
Metro Center at One Station Place  
Stamford Connecticut 06902  
Telephone (203) 969-8700

(Name, Address and Telephone Number of Persons Authorized to Receive Notices  
and Communications on Behalf of filing persons)

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Copy to:  
David W. Heleniak, Esq.  
Shearman & Sterling  
599 Lexington Avenue  
New York, New York 10022  
(212) 848-4000

CALCULATION OF FILING FEE

Transaction Valuation*	Amount of Filing Fee**
\$47,406,810.75	\$9,481.36

\* Estimated for purposes of calculating the amount of the filing fee only.  
Calculated by multiplying \$9.75, the per share tender offer price, by  
4,862,237, the sum of the 4,265,845 currently outstanding shares of Common  
Stock sought in the Offer and the 596,392 shares of Common Stock subject to  
options that vested as of March 22, 2000.

\*\* Calculated as 1/50 of 1% of the transaction value.

[x] Check the box if any part of the fee is offset as provided by Rule  
0-11(a)(2) and identify the filing with which the offsetting fee was  
previously paid. Identify the previous filing by registration statement  
number, or the Form or Schedule and the date of its filing.

Amount Previously Paid: \$9,481.36 Filing Party: The Thomson Corporation,  
WTI Acquisition Corporation

Form or Registration No.: Schedule TO Date Filed: March 22, 2000

[ ] Check the box if the filing relates solely to preliminary communications  
made before the commencement of a tender offer.

Check the appropriate boxes to designate any transactions to which the statement  
relates:

[x] third-party tender offer subject to Rule 14d-1.

[ ] issuer tender offer subject to Rule 13e-4.

[ ] going-private transaction subject to Rule 13e-3.

[ ] amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results  
of the tender offer: [ ]

This Amendment No. 1 (this "Amendment") amends and supplements the Tender Offer Statement on Schedule T0 filed with the Securities and Exchange Commission on March 22, 2000 (the "Schedule T0"), by WTI Acquisition Corporation, a Delaware corporation ("Purchaser") and an indirect wholly owned subsidiary of The Thomson Corporation, a corporation organized under the laws of Ontario, Canada ("Thomson"). The Schedule T0 relates to the offer by Purchaser to purchase all outstanding shares of Common Stock, par value \$0.50 per share (the "Shares"), of Wave Technologies International, Inc., a Missouri corporation (the "Company"), at a purchase price of \$9.75 per Share, net to the seller in cash, upon the terms and subject to the conditions set forth in the Offer to Purchase dated March 22, 2000 (the "Offer to Purchase") and in the related Letter of Transmittal, copies of which are filed as Exhibits (a)(1) and (a)(2) to the Schedule T0. Capitalized terms used and not defined herein shall have the meanings ascribed to such terms in the Offer to Purchase or in the Schedule T0.

Item 11. Additional Information.

Item 11 of the Schedule T0 is hereby amended and supplemented to include the following information:

On April 4, 2000, the waiting period under the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended, applicable to the purchase of Shares pursuant to the Offer, expired.

Item 12. Material to Be Filed as Exhibits.

Item 12 of the Schedule T0 is hereby amended and supplemented to include the following information:

(a)(10) Press Release issued by Thomson on April 5, 2000.

After due inquiry and to the best of my knowledge and belief,  
I certify that the information set forth in this statement is true, complete and  
correct.

Dated: April 5, 2000

WTI ACQUISITION CORPORATION

By: /s/ Michael S. Harris

-----  
Name: Michael S. Harris  
Title: Vice President

After due inquiry and to the best of my knowledge and belief,  
I certify that the information set forth in this statement is true, complete and  
correct.

Dated: April 5, 2000

THE THOMSON CORPORATION

By: /s/ Michael S. Harris

-----  
Name: Michael S. Harris  
Title: Senior Vice President,  
General Counsel and Secretary

EXHIBIT INDEX

Exhibit No.

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(a)(10)

Press Release issued by Thomson on April 5, 2000.

News Release

Stock symbol: TOC

The  
Thomson  
Corporation

THE THOMSON CORPORATION ANNOUNCES  
EXPIRATION OF ANTITRUST WAITING PERIOD

FOR WAVE TECHNOLOGIES ACQUISITION

Toronto, Ontario, April 5, 2000 -- The Thomson Corporation (TSE: TOC) announced today that the waiting period has expired under the Hart-Scott-Rodino Antitrust Improvements Act of 1976 applicable to its US\$9.75 per share cash tender offer for Wave Technologies International, Inc. which was announced on March 22, 2000. Thomson said that the expiration became effective at 12:00 Midnight on Tuesday, April 4, 2000. Accordingly, Thomson's tender offer has been cleared by all applicable governmental authorities regulating antitrust concerns.

Thomson's tender offer is scheduled to expire at 12:00 Midnight, Eastern Daylight Time, on Tuesday, April 18, 2000.

The Thomson Corporation, with 1999 revenues of US\$5.8 billion, is a leading, global e-information and solutions company in the business and professional marketplace. The Corporation's common shares are listed on the Toronto and London Stock Exchanges. For more information, visit The Thomson Corporation's Internet address at [www.thomson.com](http://www.thomson.com).

Wave Technologies International, Inc. (NASDAQ: WAVT) develops, markets and delivers training and instructional products related to sophisticated information technologies. Wave's web site is located at [www.wavetech.com](http://www.wavetech.com).

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FOR FURTHER INFORMATION PLEASE CONTACT:

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Stamford, CT, USA

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