

DESCARTES SYSTEMS GROUP INC  
Form SC 13G  
July 15, 2008

**SECURITIES AND EXCHANGE COMMISSION**  
WASHINGTON, D.C. 20549

**SCHEDULE 13G**  
(Rule 13d-102)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b),(c), AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2(b)**  
(Amendment No. \_\_)\*

**DESCARTES SYSTEMS GROUP INC.**

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(Name of Issuer)

**Common Stock**

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(Title of Class of Securities)

**249906108**

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(CUSIP Number)

March 16, 2004

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(Date of Event Which Requires Filing of this Statement)

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

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

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\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

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 (the "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.)

(Continued on following pages)



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**1** NAMES OF REPORTING PERSONS/  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS  
(ENTITIES ONLY):

Cumberland Private Wealth Management Inc./

None

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A  
GROUP (SEE INSTRUCTIONS):

(a)

(b)

**3** SEC USE ONLY:

**4** CITIZENSHIP OR PLACE OF ORGANIZATION:

Canada

**5** SOLE VOTING POWER:

3,301,050

Number of  
Shares

**6** SHARED VOTING POWER:

Beneficially

0

Owned by

**7** SOLE DISPOSITIVE POWER:

Each Reporting

Person With

3,301,050

**8** SHARED DISPOSITIVE POWER:

0

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY  
EACH REPORTING PERSON:

3,301,050

CHECK IF THE AGGREGATE AMOUNT IN ROW

**10** (9) EXCLUDES CERTAIN SHARES (SEE  
INSTRUCTIONS):

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN  
ROW 9:

6.24%

**12** TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):  
CO



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- Item 1(a). Name of Issuer  
Descartes Systems Group Inc.
- Item 1(b). Address of Issuer's Principal Executive Offices  
120 Randall Dr.,  
Waterloo, Ontario N2V 1C6, Canada
- Item 2(a). Name of Persons Filing  
Cumberland Private Wealth Management Inc.
- Item 2(b). Address of Principal Business Office or, if none, Residence  
99 Yorkville Avenue,  
Suite 300  
Toronto, Ontario M5R 3K5 Canada
- Item 2(c). Citizenship  
Canada
- Item 2(d). Title of Class of Securities  
Common Stock
- Item 2(e). CUSIP Number  
249906108
- Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:  
Not applicable
- Item 4. Ownership
- (a) Amount Beneficially Owned: 3,301,050
- (b) Percent of Class: 6.24%

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(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote: 3,301,050

(ii) shared power to vote or to direct the vote: 0

(iii) sole power to dispose or to direct the disposition of: 3,301,050

(iv) shared power to dispose or to direct the disposition of: 0

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

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company

Not applicable

Item 8. Identification and Classification of Members of the Group

Not applicable

Item 9. Notice of Dissolution of Group

Not applicable

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Item 10.

Certifications

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

**SIGNATURE**

After reasonable 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 as of July 15, 2008.

**CUMBERLAND PRIVATE WEALTH MANAGEMENT  
INC.**

By: /s/ Katherine Varik

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Name: Katharine Varik  
Title: CCO