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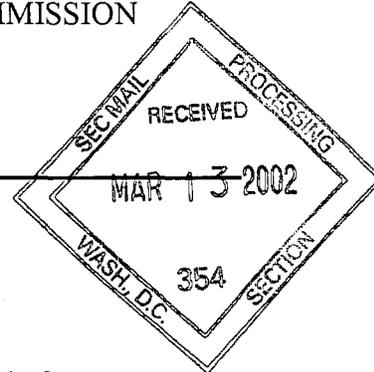
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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549



FORM 6-K

Report of Foreign Issuer

Pursuant to Rule 13a-16 or 15d-16 of  
*The Securities Exchange Act of 1934*

March 1, 2002

Zi Corporation  
Commission File No. 0-24018  
(Translation of registrant's name into English)

Suite 300, 500-4<sup>th</sup> Avenue SW  
Calgary, Alberta, Canada T2P 2V6  
(Address if principal executive office)

Indicate by check mark whether the registrant files or will file  
annual reports under cover Form 20-F or Form 40-F

Form 20-F  Form 40-F

PROCESSED

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Indicate by check mark whether by furnishing the information contained  
in this Form is also thereby furnishing the information to the Commission  
pursuant to Rule 12g3-2-2(b) under the *Securities Exchange Act of 1934*

Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in  
connection with

Rule 12g3-2(b): 82- N/A

CRGA

**ZI CORPORATION**  
Suite 300, 500 – 4<sup>th</sup> Avenue, S.W.  
Calgary, Alberta  
T2P 3C6

February 27, 2002

**VIA SEDAR**

**ALBERTA SECURITIES COMMISSION**  
19th Floor, 10025 Jasper Avenue  
Edmonton, Alberta  
T5K 3Z5

**ONTARIO SECURITIES COMMISSION**  
18<sup>th</sup> Flr., 20 Queen Street West  
Toronto, Ontario  
M5H 3S8

Dear Sirs:

**Re: ZI CORPORATION - MATERIAL CHANGE REPORT UNDER SECTION 118 OF THE  
SECURITIES ACT (ALBERTA) AND SECTION 75 (2) OF THE SECURITIES ACT  
(ONTARIO)**

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This letter is intended as a statement setting forth certain matters that may be a material change in the affairs of **ZI CORPORATION** (the "Corporation"). For convenience, this letter is itemized in the same manner as Form 27 of the *Securities Act* (Alberta) and the *Securities Act* (Ontario). Concurrent with this filing, this letter is being filed with the Toronto Exchange Inc. ("Exchange") and NASDAQ, being the only exchanges on which the Corporation's shares are currently listed.

**Item 1 - Reporting Issuer**

**ZI CORPORATION**  
Suite 300, 500 – 4<sup>th</sup> Avenue, S.W.  
Calgary, Alberta  
T2P 3C6

**Item 2 - Date of Material Change**

The material changes occurred on or about Tuesday, February 26, 2002

**Item 3 - Publication of Material Change**

The press releases were issued on Wednesday, February 27, 2002 at 8:30 am eastern standard time

**Item 4 - Summary of Material Change**

California court granted Zi partial summary judgment in Tegic lawsuit

**Item 5 - Full Description of Material Change**

Please see attached press release

**Item 6 - Reliance on Section 118(2) of the *Securities Act* (Alberta) and Section 85(2) of the *Securities Act* (British Columbia)**

Not applicable.

**Item 7 - Omitted Information**

No omitted information.

**Item 8 - Senior Officer**

The name of a Senior Officer of the Corporation who is knowledgeable about the material change and who can be contacted by the Commission is:

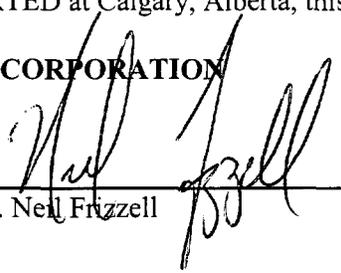
Mr. Neil Frizzell  
Vice President, General Counsel  
Zi Corporation  
Phone: (403) 233-8875  
Fax: (403) 233-8878

**Item 9 - Statement of a Senior Officer**

The foregoing accurately discloses the material change referred to in this report.

DATED at Calgary, Alberta, this 1st day of March, 2002.

**ZI CORPORATION**

  
\_\_\_\_\_  
Mr. Neil Frizzell

cc Toronto Stock Exchange



zi corporation

press release

## **Zi successful in summary judgment defense to Tegic lawsuit**

*California court grants Zi partial summary judgment in its patent infringement defense – eZiText™ v 4.5 does not infringe on Tegic's patents*

Calgary, AB (February 27, 2002) – Zi Corporation (NASDAQ: ZICA) (TSE: ZIC), a leading provider of intelligent interface solutions, is pleased to announce that the company has received a favorable order from the District Court for Northern California granting in part its motion for partial summary judgment. The order was granted to the company in its defense against the patent infringement action initiated by Tegic Communications, Inc., a subsidiary of AOL Time Warner, and Asian Communications PTY Ltd. The summary judgment order granted to Zi found, among other things, that:

- Zi's eZiText™ product version 4.5 for alphabetic languages does not infringe on Tegic's patents; and
- Tegic can make no claim for damages based on price erosion or lost profits to the extent they are based on Zi's Chinese language products.

As the court noted, "In response, Tegic has failed to submit any evidence raising a triable issue of fact with respect to version 4.5."

"With this decision, Zi can further advance its business plans within the North American marketplace, as the uncertainty caused by this lawsuit has been effectively removed," said Michael E. Lobsinger, chairman and CEO of Zi Corporation. "The California court has validated our present business strategy and product offering, and we are now focused on moving forward in light of this favorable decision."

The court deferred decision on the validity of Tegic's patents until the trial, which is currently set for August 2002.

A copy of the court order can be viewed on Zi Corporation's website at [www.zicorp.com](http://www.zicorp.com).

*Intelligent Interface Solutions*

## **About Zi Corporation**

Zi Corporation ([www.zicorp.com](http://www.zicorp.com)) is a market-driven technology company delivering intelligent interface solutions to enhance the user experience of wireless and consumer technologies. The company's core technology product, eZiText connects people to short messaging, e-mail, e-commerce, Web browsing and similar applications in almost any written language. Zi supports its strategic partners from offices in Calgary, Beijing, Hong Kong, San Francisco, Shenzhen, Stockholm and Tokyo. A publicly traded company, Zi Corporation is listed on the NASDAQ National Market (ZICA) and the Toronto Stock Exchange (ZIC).

Certain statements in this press release that involve expectations or intentions (such as those relating to future deployments or planned cooperation) may constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. The information in this press release is based on Zi Corporation's current expectations and assumptions, and is subject to a number of risks and uncertainties that could cause actual results to differ materially from those anticipated. Such risks include, among others, general business and economic conditions, competitive actions, continued acceptance of Zi Corporation's products and services and dependence on third party performance as well as the risks and uncertainties referred to in Zi Corporation's 20-F for the most recent calendar year that is filed with the Securities and Exchange Commission. The reader should not place undue reliance on such forward-looking statements. Zi Corporation does not assume any obligation to update such forward-looking statements.

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### **For more information:**

*Media Inquiries:*

Shawn Kelly  
Corporate Communications Manager  
Phone: 403 537 9770  
[skelly@zicorp.com](mailto:skelly@zicorp.com)

*Investor Inquiries:*

Dale Kearns  
Chief Financial Officer  
Phone: 403 233 8875  
[investor@zicorp.com](mailto:investor@zicorp.com)

[www.zicorp.com](http://www.zicorp.com)

## SIGNATURES

Pursuant to the requirements of the *Securities Exchange Act of 1934*, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: March 1, 2002

### Zi Corporation

By: Neil Frizzell

Name: \_\_\_\_\_

Title: Vice President, General Counsel