



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

22nd Floor
20 Queen Street West
Toronto ON M5H 3S8

22e étage
20, rue queen ouest
Toronto ON M5H 3S8

**IN THE MATTER OF
CANADA CANNABIS CORPORATION, CANADIAN CANNABIS CORPORATION,
BENJAMIN WARD, SILVIO SERRANO, and PETER STRANG**

Cathy Singer, Commissioner and Chair of the Panel
Mary Anne De Monte-Whelan, Commissioner
Craig Hayman, Commissioner

File Nos. 2019-34 and 2020-13

April 28, 2022

ORDER

WHEREAS on May 19 and July 5, 2021, the Ontario Securities Commission held hearings by videoconference to consider a motion (the **Motion**) and application (the **Application**) brought by a respondent, Silvio Serrano, for disclosure of certain materials including a Confidential Commission Order and Confidential Commission Reasons, and a motion brought by Serrano seeking, among other things, an order declaring that this Panel is without jurisdiction to consider the Motion and Application (the **Panel Composition Motion**);

ON READING the materials filed by the parties, and on hearing the submissions of the representatives for all parties, including *Amicus Curiae*;

IT IS ORDERED THAT:

1. the Panel Composition Motion is dismissed;
2. the respondents shall be provided with a redacted version of the Confidential Commission Order, attached as "Appendix A" to this Order; and
3. the respondents shall be provided with a redacted version of the Confidential Commission Reasons, attached as "Appendix B" to this Order.

"Cathy Singer"

Cathy Singer

"Mary Anne De Monte-Whelan"

Mary Anne De Monte-Whelan

"Craig Hayman"

Craig Hayman

Appendix A



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**IN THE MATTER OF
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BENJAMIN WARD, SILVIO SERRANO, and PETER STRANG**

D. Grant Vingoe, Vice-Chair and Chair of the Panel

File No. 2019-34

February 21, 2020

CONFIDENTIAL ORDER

WHEREAS on January 15, 2020, the Ontario Securities Commission held a confidential hearing at 20 Queen Street West, 17th Floor, Toronto, Ontario, to consider the confidential motion [REDACTED]

ON READING [REDACTED]

IT IS ORDERED that:

1. pursuant to subsection 2(2) of the *Tribunal Adjudicative Records Act*, 2019, SO 2019, c 7 and Rule 22(4) of the *Ontario Securities Commission Rules of Procedure and Forms*, (2019) 42 OSCB 9714, this Order, the accompanying Reasons and Decision, and all materials filed with the Commission shall be kept confidential,
2. **Before any disclosure of the transcript of the compelled interview of Mr. Ward conducted on June 27, June 28 and August 14, 2018 (the Transcript) [...] Staff shall redact the following (the Compelled Information)**
 - a. Pages 64-68: beginning at the last sentence of the answer to question 200, at line 7 of page 64, ending with the answer to question 222, at line 19 on page 68;
 - b. Page 69: lines 2-3 and lines 10-25;
 - c. Page 70: lines 1-22;
 - d. Pages 71-72: beginning at line 3 on page 71, ending with the answer to question 235, at line 8 on page 72;
 - e. Pages 102-104: beginning at question 366, at line 21 on page 102, ending with the answer to question 370, at line 3 on page 104;
 - f. Page 180: the last sentence of the answer to question 728, at lines 5-9;
 - g. Page 190: the last two sentences of the answer to question 777, at lines 20-22;
 - h. Pages 343-344: beginning with question 1332, at line 17 on page 343, ending with the answer to question 1336, at line 20 on page 344; and

i. Pages 465-467: beginning with question 1872, at line 11 on page 465,
ending with question 1883, at line 13 on page 467.

and such redactions of the Compelled Information shall be marked as made "By
Confidential Order of the Commission";

3. If Staff discloses the redacted Transcript [...] Staff shall not provide [...] any other information about this
Order [...] or the materials filed with the Commission [...]; and

4. The unredacted Transcript that discloses the Compelled Information shall be kept confidential [...]

"D. Grant Vingoe"
D. Grant Vingoe

Appendix B



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Toronto ON M5H 3S8

Date: 2020-02-21
File No. 2019-34

**IN THE MATTER OF
CANADA CANNABIS CORPORATION, CANADIAN CANNABIS CORPORATION,
BENJAMIN WARD, SILVIO SERRANO, and PETER STRANG**

CONFIDENTIAL REASONS AND DECISION

Hearing: January 15, 2020

Decision: February 21, 2020

Panel: D. Grant Vingoe Vice-Chair and Chair of the Panel

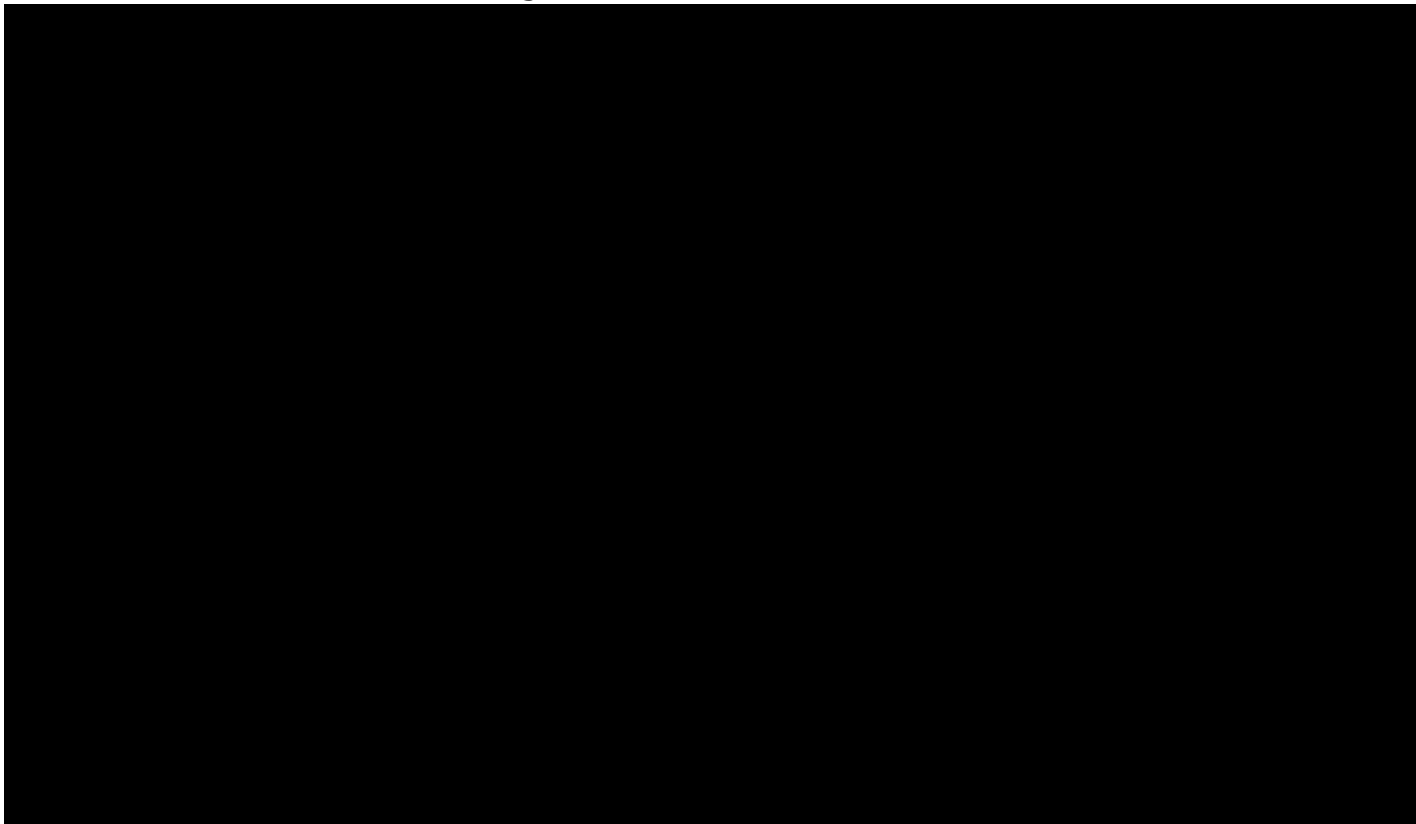
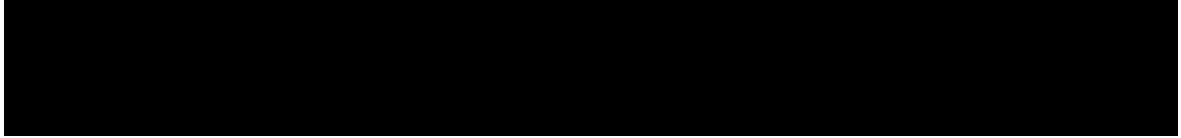


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CONFIDENTIAL REASONS AND DECISION

I. OVERVIEW

Overview of issues and background



II. ANALYSIS

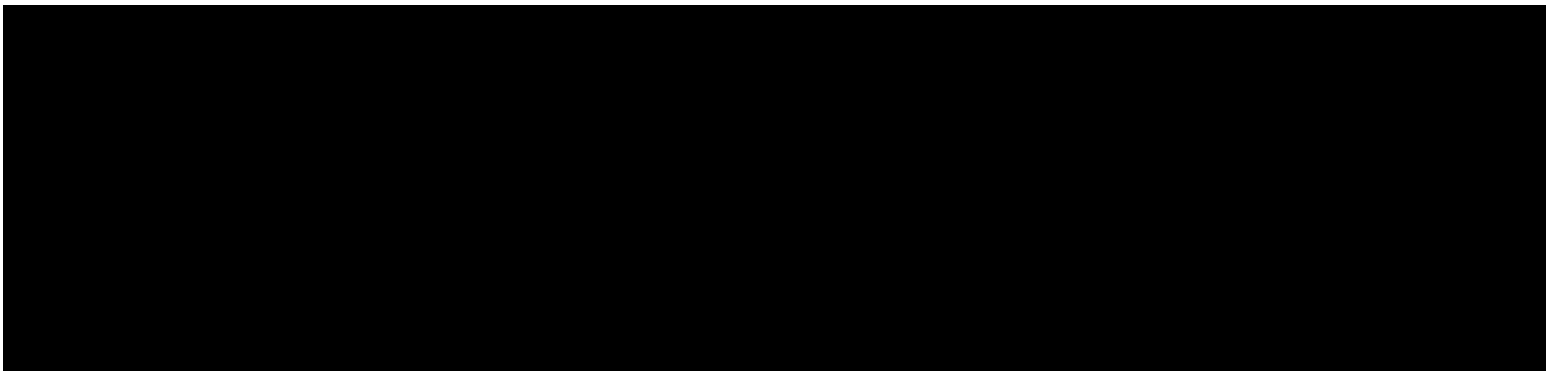
A.

Describes materials filed

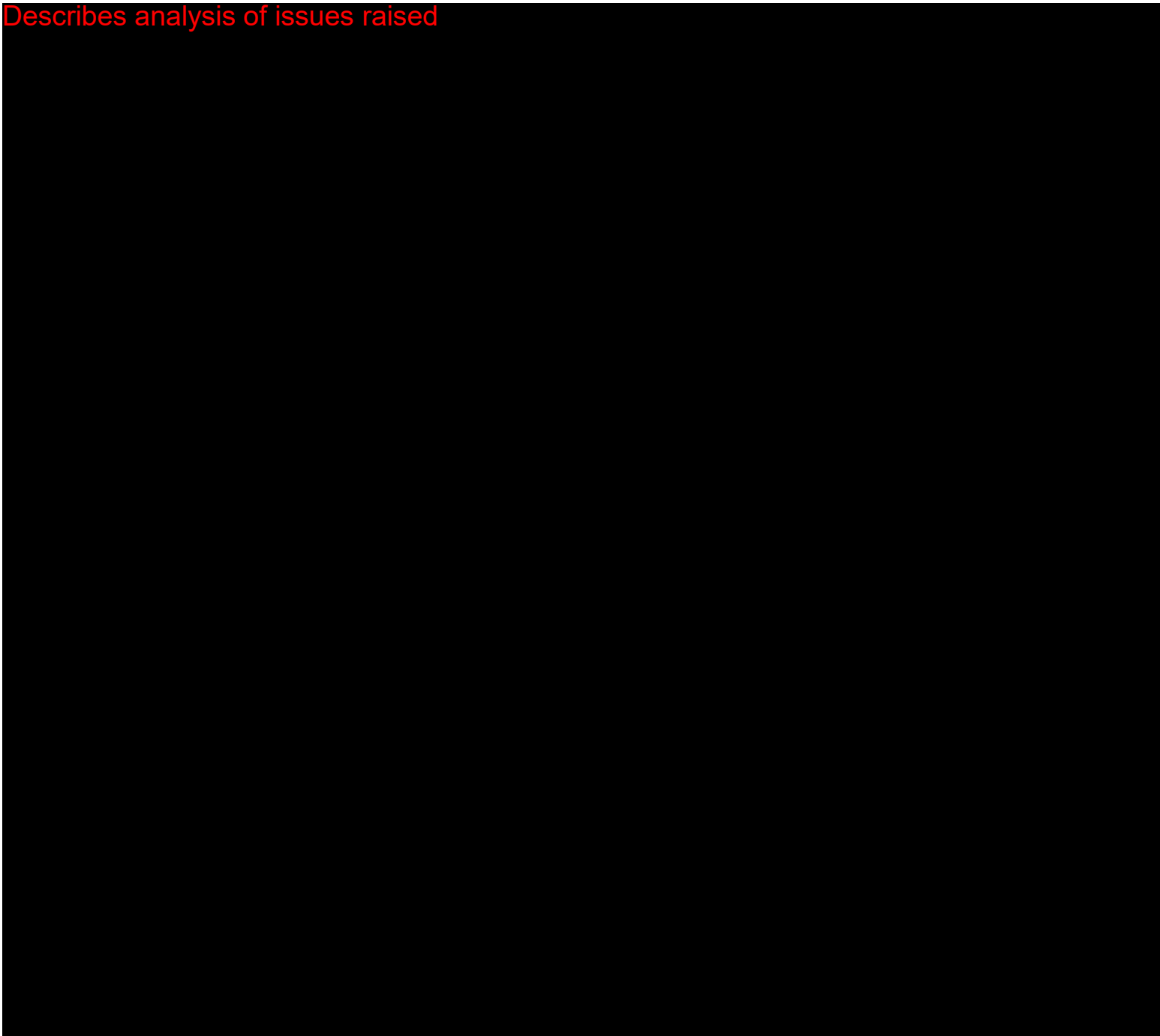
Describes argument respecting appropriateness of redactions

B.

Describes submissions respecting appropriateness of redactions



C. Decision



Describes analysis of issues raised

Describes reasoning on appropriate outcome

[...] Depending on how Staff proceeds in response to the Order [...] if and when the redacted materials are provided [...] can then decide whether they should initiate a motion to obtain access to the confidential [...] materials or otherwise take issue with the redactions. If such a motion is made, a panel can decide at that time how best to balance the interests at stake in connection with any such motion seeking disclosure.

I want to be clear that I am not in any way derogating from Staff's duty of disclosure. It is for Staff to decide whether it has fulfilled its responsibilities by providing the redacted transcript [...]. It also falls on Staff, in the exercise of its discretion, to make decisions, as limited by the Order [...] about the scope and timing of disclosure and the impact of the redactions on the proceedings [...]. It may well be that Staff will have to proceed in a different manner or with different timing than presently contemplated and that the effect of the redactions will have a substantial impact on how Staff can proceed. It could ultimately affect whether Staff decides, in its sole discretion, to continue the proceedings against some or all of the respondents at all [...]

III. CONCLUSION

[35] For these reasons, I will issue an order that:

- a. all materials filed in relation to the Motion, as well as these Reasons and the accompanying Order, shall be kept [REDACTED] confidential
- b. Before any disclosure of the transcript...Staff shall make the redactions set out in Appendix A to these Reasons, and shall mark the redactions as made "By Confidential Order of the Commission"
- c. If Staff discloses the redacted transcript [...] Staff shall not provide [...] any other information about this Order [...] or the materials filed with the Commission [...] and
- d. The unredacted Transcript that discloses the Compelled Information shall be kept confidential [...]

Dated at Toronto this 21st day of February, 2020.

"D. Grant Vingoe"
D. Grant Vingoe

**APPENDIX A:
COMPELLED INFORMATION REQUIRING REDACTION**

Before any disclosure of the transcript of the compelled interview of Benjamin Ward conducted on June 27, June 28 and August 14, 2018, Staff shall redact the following:

- 1) Pages 64-68: beginning at the last sentence of the answer to question 200, at line 7 of page 64, ending with the answer to question 222, at line 19 on page 68;
- 2) Page 69: lines 2-3 and lines 10-25;
- 3) Page 70: lines 1-22;
- 4) Pages 71-72: beginning at line 3 on page 71, ending with the answer to question 235, at line 8 on page 72;
- 5) Pages 102-104: beginning at question 366, at line 21 on page 102, ending with the answer to question 370, at line 3 on page 104;
- 6) Page 180: the last sentence of the answer to question 728, at lines 5-9;
- 7) Page 190: the last two sentences of the answer to question 777, at lines 20-22;
- 8) Pages 343-344: beginning with question 1332, at line 17 on page 343, ending with the answer to question 1336, at line 20 on page 344; and
- 9) Pages 465-467: beginning with question 1872, at line 11 on page 465, ending with question 1883, at line 13 on page 467.