

**IN THE MATTER OF
KALLO INC., JOHN CECIL and SAMUEL PYO**
MOTION OF THE RESPONDENT SAMUEL PYO

A. ORDER SOUGHT

The Moving Party Samuel Pyo requests with notice, that the Tribunal make the following orders:

1. an order striking out the statement of allegations and dismissing this proceeding as against him;
2. in the alternative, an order dismissing this proceeding as against him as an abuse of process; and
3. such further and other relief as Pyo may advise and the Tribunal may permit.

B. GROUNDS

The grounds for the motion are:

1. on May 23, 2023, the Commission issued a statement of allegations against Pyo and others;
2. in the statement of allegations, the Commission makes certain allegations of fact as against Pyo;
3. on the basis of those factual allegations, the Commission claims that Pyo “engaged in or participated in acts, practices, or a course of conduct relating to securities that they knew or reasonably ought to have known perpetrated a fraud on persons or companies contrary to subsection 126.1(1)(b) of the *Securities Act*”;

4. however, assuming that the facts alleged against Pyo can be proved (which Pyo denies), it is plain and obvious that they do not and cannot lead to a finding that Pyo breached subsection 126.1(1)(b) of the *Securities Act* as alleged, or at all;
5. the statement of allegations should thus be struck out and this proceeding dismissed as against Pyo;
6. additionally, and in the alternative, the prosecution of any individual, including Pyo, on the basis of factual allegations that do not and cannot support a finding that an offence was committed is an abuse of process;
7. this proceeding should thus be dismissed as against Pyo as an abuse of process;
8. such further and other grounds as Pyo may advise and the Tribunal may permit.

C. EVIDENCE

Pyo intends to rely on the following evidence for the motion:

1. the statement of allegations in this proceeding; and
2. such further and other evidence as Pyo may advise and the Tribunal may permit.

DATED this 20th day of March, 2024

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