

BETWEEN:

ONTARIO SECURITIES COMMISSION

(Applicant)

– and –

BENJAMIN WARD

(Respondent)

APPLICATION FOR ENFORCEMENT PROCEEDING

(Subsection 127(1) and section 127.1 of the *Securities Act*, RSO 1990 c S.5).

A. OVERVIEW

1. In response to breaches of Ontario securities law, the Capital Markets Tribunal (the **Tribunal**) may impose restrictions on respondents to protect Ontario investors and capital markets. These restrictions often include bans from acting as directors or officers of issuers. It is critical to fostering fair and efficient capital markets and confidence in capital markets that persons and companies comply with all terms and conditions of the Tribunal's orders, including these bans.
2. Benjamin Ward contravened Ontario securities law by failing to comply with a director and officer ban imposed in a Tribunal order dated November 4, 2022 (the **November 2022 Order**). The November 2022 Order required Ward to resign all positions he held as a director or officer of any issuer and prohibited him from becoming an officer or director of any issuer for a period of six years. Ward remained a director and officer of two non-reporting issuers in contravention of the director and officer ban. A prohibition from acting as a director or officer of an issuer applies to any issuer, not just reporting issuers.
3. This is a serious breach of Ontario securities law. When persons disregard the restrictions imposed on them by orders of the Tribunal, this undermines investor confidence and the fairness and efficiency of the capital markets.

B. GROUNDS

The Ontario Securities Commission (the **Commission**) makes the following allegations of fact:

4. Ward is a resident of Puslinch, Ontario.
5. Ward was a respondent in *Canada Cannabis Corporation (Re)*, 2022 ONCMT 34. On November 4, 2022, the Tribunal made the November 2022 Order. Among other things, the Order required Ward to resign from all positions that he held as a director or officer of any issuer and prohibited him from becoming or acting as a director or officer of any issuer for six years (**D&O Ban**).
6. Ward became the director of CCC Escrow Inc. (**CCC Escrow**) on May 7, 2014, incorporated in Ontario on the same date. Ward remained a director of CCC Escrow after the November 2022 Order.
7. Ward became the director and officer of Campbellco003 Group Inc. (**Campbellco003**) on February 13, 2012. Ward remained a director and officer of Campbellco003 after the November 2022 Order.
8. The two corporations are issuers within the meaning of the *Securities Act*, R.S.O. 1990, c. S.5 (the **Act**).
9. Ward has failed to comply with the D&O Ban for approximately three years.
10. On December 20, 2024, the Commission requested Ward to provide any evidence of his compliance with the D&O Ban.
11. Following the Commission's request, Ward resigned as a director of CCC Escrow effective December 30, 2024 and as a director of Campbellco003 effective December 30, 2024, but failed to resign as an officer of Campbellco003.

C. BREACH OF ONTARIO SECURITIES LAW

The Commission alleges the following breach of Ontario securities law:

12. By remaining a director and officer of two issuers after the November 2022 Order, Ward breached the D&O Ban and acted contrary to the Order and did, thereby, contravene Ontario securities law and section 122(1)(c) of the Act, and it is in the public interest to issue an order pursuant to section 127 of the Act.

D. ORDER SOUGHT

13. The Commission requests that the Tribunal make the following orders:
- (a) Ward shall resign any positions that he holds as a director or officer of any issuer, pursuant to paragraph 7 of subsection 127(1) of the Act;
 - (b) Ward is prohibited from becoming or acting as a director or officer of any issuer permanently or for such period as is specified by the Tribunal, pursuant to paragraph 8 of subsection 127(1) of the Act;
 - (c) Ward shall pay an administrative penalty of not more than \$5 million for failure to comply with Ontario securities law, pursuant to paragraph 9 of subsection 127(1) of the Act;
 - (d) Ward shall disgorge to the Commission any amounts obtained as a result of non-compliance with Ontario securities law, pursuant to paragraph 10 of subsection 127(1) of the Act;
 - (e) Ward shall pay costs of the Commission's investigation and the hearing, pursuant to section 127.1 of the Act; and
 - (f) such other order as the Tribunal considers appropriate in the public interest.

October 15, 2025

ONTARIO SECURITIES COMMISSION

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