

**IN THE MATTER OF THE SECURITIES ACT
R.S.O. 1990, c.S.5, AS AMENDED**

and

**IN THE MATTER OF
ANDREW STUART NETHERWOOD RANKIN**

**NOTICE OF HEARING
Sections 127 and 127(1)**

TAKE NOTICE that the Ontario Securities Commission (the “Commission”) will hold a hearing pursuant to section 127 of the *Securities Act*, at its offices at 20 Queen Street West, 17th Floor Hearing Room on Thursday, the 19th day of January, 2006 at 10 a.m. or as soon thereafter as the hearing can be held:

TO CONSIDER whether, pursuant to s.127 and s. 127.1 of the *Securities Act*, it is in the public interest for the Commission:

- 1) to make an order against Rankin that:
 - (a) he resign any positions he holds as director or officer of an issuer, pursuant to paragraph 7 of s.127(1);
 - (b) he be prohibited from becoming or acting as officer or director of an issuer, pursuant to paragraph 8 of s.127(1).
 - (c) trading in any securities by Rankin cease permanently or for such period as is specified by the Commission, pursuant to paragraph 2 of s.127(1);

- (d) any exemptions contained in Ontario securities law do not apply to Rankin permanently or for such period as is specified by the Commission, pursuant to paragraph 3 of s.127(1);
 - (e) he be ordered to pay the costs of the Commission investigation and hearing, pursuant to s.127.1.
- 2) to make such other orders as the Commission considers appropriate.

BY REASON OF the allegations set out in the Statement of Allegations dated December 20, 2005 and such additional allegations as counsel may advise and the Commission may permit;

AND TAKE FURTHER NOTICE that any party to the proceedings may be represented by counsel at the hearing;

AND TAKE FURTHER NOTICE that upon failure of any party to attend at the time and place aforesaid, the hearing may proceed in the absence of that party and such party is not entitled to any further notice of the proceeding.

DATED at Toronto this 20th day of December, 2005.

“John Stevenson”
John Stevenson
Secretary to the Commission