



Ontario  
Securities  
Commission

Commission des  
valeurs mobilières  
de l'Ontario

P.O. Box 55, 19<sup>th</sup> Floor  
20 Queen Street West  
Toronto ON M5H 3S8

CP 55, 19<sup>e</sup> étage  
20, rue queen ouest  
Toronto ON M5H 3S8

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

**- AND -**

**IN THE MATTER OF FACTORCORP INC., FACTORCORP FINANCIAL INC., AND  
MARK TWERDUN**

**NOTICE OF HEARING  
(Section 127)**

**TAKE NOTICE** that the Ontario Securities Commission (the "Commission") will hold a hearing pursuant to section 127 of the *Securities Act*, R.S.O. 1990, c. S.5, as amended (the "Act"), at the offices of the Ontario Securities Commission, 20 Queen Street West, 17<sup>th</sup> Floor Hearing Room, Toronto, Ontario on Friday, July 20, 2007 at 10:00 a.m., or as soon thereafter as the hearing can be held:

**TO CONSIDER** whether, pursuant to section 127 of the Act, it is in the public interest for the Commission:

- (a) pursuant to s. 127(7), to extend the temporary order made on July 6, 2007 until the final disposition of this matter or until the Commission considers appropriate; and
- (b) to make such other order as the Commission considers appropriate.

**BY REASON OF** the allegations of Staff that the above named appear to have participated in or acquiesced to an illegal distribution of FactorCorp Financial Inc. debentures to Ontario investors contrary to section 53 of the Act and without appropriate registration, contrary to section 25 of the Act 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;

2.

**AND TAKE FURTHER NOTICE** that upon the 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 6<sup>th</sup> day of July, 2007

*" John Stevenson"*

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John Stevenson

Secretary to the Commission