



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

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

CP 55, 19e étage
20, rue queen ouest
Toronto ON M5H 3S8

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

and

**IN THE MATTER OF ERNEST ANDERSON,
GOLDEN GATE FUNDS LP, BERKSHIRE CAPITAL LIMITED,
GP BERKSHIRE CAPITAL LIMITED AND
PANAMA OPPORTUNITY FUND**

**NOTICE OF HEARING
(s. 127 of the *Securities Act*)**

TAKE NOTICE that the Ontario Securities Commission (the “Commission”) will hold a hearing pursuant to section 127 of the *Securities Act* (the “Act”) at the Commission’s offices on the 17th floor, 20 Queen Street West, Toronto, Ontario, commencing on October 2, 2009, at 10:00 a.m. or as soon thereafter as the hearing can be held.

AND TAKE NOTICE THAT the purpose of the Hearing is for the Commission to consider whether it is in the public interest to make an order:

(a) that trading in any securities by or of Berkshire Capital Limited, GP Berkshire Capital Limited and Panama Opportunity Fund (the “Berkshire Entities”) cease permanently pursuant to paragraph 2 of section 127(1) of the Act;

(b) that acquisition of any securities by the Berkshire Entities is prohibited permanently pursuant to paragraph 2.1 of section 127(1) of the Act;

(c) that any exemptions contained in Ontario securities laws do not apply to the Berkshire Entities pursuant to paragraph 3 of section 127(1) of the Act;

(d) that Berkshire Entities be reprimanded pursuant to paragraph 6 of section 127(1) of the Act.

BY REASON OF the allegations set out in the Statement of Allegations of Staff, dated September 21, 2009, and such additional allegations as counsel may advise and the Commission may permit.

AND TAKE FURTHER NOTICE that any party to the proceeding may be represented by counsel if that party attends or submits evidence 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 28th day of September, 2009

“John Stevenson”

John Stevenson
Secretary to the Commission