



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

22nd Floor
20 Queen Street West
Toronto ON M5H 3S8

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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
NEIL SURESH CHANDRAN, ENERGY TV INC.,
CHANDRAN HOLDING MEDIA, INC., also known as
CHANDRAN HOLDINGS & MEDIA INC.,
and NEIL SURESH CHANDRAN doing business as CHANDRAN MEDIA**

**NOTICE OF HEARING
(Subsections 127(1) and 127(10))**

TAKE NOTICE THAT the Ontario Securities Commission (the “Commission”) will hold a hearing pursuant to subsections 127(1) and 127(10) of the *Securities Act*, R.S.O. 1990, c. S.5, as amended (the “Act”), at the offices of the Commission, 20 Queen Street West, 17th Floor, Toronto, Ontario commencing on December 16, 2015 at 10:30 a.m.;

TO CONSIDER whether, pursuant to paragraphs 4 and 5 of subsection 127(10) of the Act, it is in the public interest for the Commission to make an order:

1. against Neil Suresh Chandran (“Chandran”) that:
 - a. pursuant to paragraph 2 of subsection 127(1) of the Act, trading in any securities by Chandran cease permanently, except that he may trade securities through a registrant (who has first been given copies of the Order of the Alberta Securities

Commission (the “ASC”) dated May 19, 2015 (the “ASC Order”), the Statement of Admissions and Joint Recommendation as to Sanction entered into between Chandran, Chandran doing business as Chandran Media (“Chandran Media”), Energy TV Inc. (“TV”) and Chandran Holding Media, Inc., also known as Chandran Holdings & Media Inc. (“Holdings”) and ASC Staff (the “Statement”), and a copy of the Order of the Commission in this proceeding, if granted), in registered retirement savings plans, registered retirement income funds, registered education savings plans or tax-free savings accounts (as defined in the *Income Tax Act* (Canada)) or in comparable plans, funds or accounts under United States income tax laws, operated in each case for the benefit of himself or one or more members of his immediate family;

- b. pursuant to paragraph 2.1 of subsection 127(1) of the Act, acquisition of any securities by Chandran be prohibited permanently, except that he may acquire securities through a registrant (who has first been given copies of the ASC Order, the Statement and a copy of the Order of the Commission in this proceeding, if granted), in registered retirement savings plans, registered retirement income funds, registered education savings plans or tax-free savings accounts (as defined in the *Income Tax Act* (Canada)) or in comparable plans, funds or accounts under United States income tax laws, operated in each case for the benefit of himself or one or more members of his immediate family;
- c. pursuant to paragraph 3 of subsection 127(1) of the Act, any exemptions contained in Ontario securities laws do not apply to Chandran permanently;
- d. pursuant to paragraphs 7, 8.1 and 8.3 of subsection 127(1) of the Act, Chandran resign any positions that he holds as a director or officer of any issuer, registrant or investment fund manager;
- e. pursuant to paragraphs 8, 8.2 and 8.4 of subsection 127(1) of the Act, Chandran be prohibited permanently from becoming or acting as a director or officer of any issuer, registrant or investment fund manager; and

- f. pursuant to paragraph 8.5 of subsection 127(1), Chandran be prohibited permanently from becoming or acting as a registrant;
2. against TV that:
- a. pursuant to paragraph 2 of subsection 127(1) of the Act, trading in any securities of TV cease permanently;
 - b. pursuant to paragraph 2 of subsection 127(1) of the Act, trading in any securities by TV cease permanently;
 - c. pursuant to paragraph 2.1 of subsection 127(1) of the Act, acquisition of any securities by TV be prohibited permanently;
 - d. pursuant to paragraph 3 of subsection 127(1) of the Act, any exemptions contained in Ontario securities laws do not apply to TV permanently; and
 - e. pursuant to paragraph 8.5 of subsection 127(1) of the Act, TV be prohibited permanently from becoming or acting as a registrant, investment fund manager or promoter;
3. against Holdings that:
- a. pursuant to paragraph 2 of subsection 127(1) of the Act, trading in any securities of Holdings cease permanently;
 - b. pursuant to paragraph 2 of subsection 127(1) of the Act, trading in any securities by Holdings cease permanently;
 - c. pursuant to paragraph 2.1 of subsection 127(1) of the Act, acquisition of any securities by Holdings be prohibited permanently;
 - d. pursuant to paragraph 3 of subsection 127(1) of the Act, any exemptions contained in Ontario securities laws do not apply to Holdings permanently; and

- e. pursuant to paragraph 8.5 of subsection 127(1) of the Act, Holdings be prohibited permanently from becoming or acting as a registrant, investment fund manager or promoter;
4. against Chandran Media that:
 - a. pursuant to paragraph 2 of subsection 127(1) of the Act, trading in any securities of Chandran Media cease permanently;
 - b. pursuant to paragraph 2 of subsection 127(1) of the Act, trading in any securities by Chandran Media cease permanently;
 - c. pursuant to paragraph 2.1 of subsection 127(1) of the Act, acquisition of any securities by Chandran Media be prohibited permanently;
 - d. pursuant to paragraph 3 of subsection 127(1) of the Act, any exemptions contained in Ontario securities laws do not apply to Chandran Media permanently;
 - e. pursuant to paragraph 8.5 of subsection 127(1) of the Act, Chandran Media be prohibited permanently from becoming or acting as a registrant, investment fund manager or promoter; and
 5. to make such other order or orders as the Commission considers appropriate.

BY REASON of the allegations set out in the Statement of Allegations of Staff of the Commission dated November 16, 2015 and by reason of the ASC Order, the Statement, and such additional allegations as counsel may advise and the Commission may permit;

AND TAKE FURTHER NOTICE that at the hearing on December 16, 2015 at 10:30 a.m., Staff will bring an application to proceed with the matter by written hearing, in accordance with Rule 11 of the Ontario Securities Commission *Rules of Procedure* (2014), 37 OSCB 4168 and section 5.1 of the *Statutory Powers Procedure Act*, R.S.O. 1990, c. S.22, as amended, and

any party to the proceeding may make submissions in respect of the application to proceed by written hearing;

AND TAKE FURTHER NOTICE that any party to the proceeding 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 the party and such party is not entitled to any further notice of the proceeding;

AND TAKE FURTHER NOTICE that the Notice of Hearing is also available in French, participation may be in either French or English and participants must notify the Secretary's Office in writing as soon as possible, and in any event, at least thirty (30) days before a hearing if the participant is requesting a proceeding to be conducted wholly or partly in French; and

ET AVIS EST ÉGALEMENT DONNÉ PAR LA PRÉSENTE que l'avis d'audience est disponible en français, que la participation à l'audience peut se faire en français ou en anglais et que les participants doivent aviser le Bureau du secrétaire par écrit le plus tôt possible et, dans tous les cas, au moins trente (30) jours avant l'audience si le participant demande qu'une instance soit tenue entièrement ou partiellement en français.

DATED at Toronto this 17th day of November, 2015.

“Josée Turcotte”

Josée Turcotte
Secretary to the Commission