



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*, RSO 1990, c S.5**

- and -

**IN THE MATTER OF
DOUGLAS JOHN VERMEEREN**

**NOTICE OF HEARING
(Subsections 127(1) and 127(10) of the *Securities Act*)**

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*, RSO 1990, c S.5 (the “*Act*”), at the offices of the Commission, 20 Queen Street West, 17th Floor, commencing on August 29, 2016 at 10:30 a.m., or as soon thereafter as the hearing can be held;

TO CONSIDER whether, pursuant to subsection 127(1) and paragraph 5 of subsection 127(10) of the *Act*, it is in the public interest for the Commission to make an order:

1. against Douglas John Vermeeren (“Vermeeren”) that:
 - a. trading in any securities or derivatives by Vermeeren cease until June 14, 2026, pursuant to paragraph 2 of subsection 127(1) of the *Act*, except that:
 - i. Vermeeren is not precluded, in his personal capacity or for the benefit of his family only, from trading in exchange-listed securities through a registrant (who has first been given a copy of the Settlement Agreement and Undertaking between Vermeeren and the Alberta Securities

Commission dated June 14, 2016 (the “Settlement Agreement”), and a copy of the Order of the Commission in this proceeding, if granted) in one or more personal or family accounts maintained with that registrant;

- b. the acquisition of any securities by Vermeeren cease until June 14, 2026, pursuant to paragraph 2.1 of subsection 127(1) of the *Act*, except that:
 - i. Vermeeren is not precluded, in his personal capacity or for the benefit of his family only, from purchasing exchange-listed securities through a registrant (who has first been given a copy of the Settlement Agreement, and a copy of the Order of the Commission in this proceeding, if granted) in one or more personal or family accounts maintained with that registrant;
 - c. Vermeeren resign any positions that he holds as a director or officer of any issuer, registrant or investment fund manager, pursuant to paragraphs 7, 8.1 and 8.3 of subsection 127(1) of the *Act*;
 - d. Vermeeren be prohibited until June 14, 2026 from becoming or acting as a director or officer of any issuer, registrant or investment fund manager, pursuant to paragraphs 8, 8.2 and 8.4 of subsection 127(1) of the *Act*, except that he may become or continue to act as a director or officer (or both) of any issuer that does not issue or propose to issue securities to the public; and
2. such other orders as the Commission considers appropriate.

BY REASON of the allegations set out in the Statement of Allegations of Staff of the Commission dated August 2, 2016, and by reason of the Settlement Agreement, and such additional allegations as counsel may advise and the Commission may permit;

AND TAKE FURTHER NOTICE that at the hearing on August 29, 2016 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’s *Rules of Procedure* (2014), 37 OSCB 4168 and section 5.1 of the *Statutory Powers Procedure Act*, RSO 1990, c S.22, 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 a representative 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 on request, 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 sur demande, 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 2nd day of August, 2016.

“Carolyn Slon”

per: Robert Blair
Acting Secretary to the Commission