



Ontario  
Securities  
Commission

Commission des  
valeurs mobilières  
de l'Ontario

22<sup>nd</sup> Floor  
20 Queen Street West  
Toronto ON M5H 3S8

22e étage  
20, rue queen ouest  
Toronto ON M5H 3S8

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**IN THE MATTER OF  
TCM INVESTMENTS LTD. carrying on business as  
OPTIONRALLY, LFG INVESTMENTS LTD.,  
AD PARTNERS SOLUTIONS LTD. and INTERCAPITAL SM LTD.**

**NOTICE OF HEARING**

**TAKE NOTICE** that the Ontario Securities Commission (the **Commission**) will hold a hearing pursuant to sections 127 and 127.1 of the *Securities Act*, RSO 1990, c S.5 (the **Act**), at the offices of the Commission located at 20 Queen Street West, Toronto, 17th Floor, commencing on September 26, 2017 at 10:00 a.m. or so soon thereafter as the hearing can be held;

**AND TAKE NOTICE** that the purpose of the hearing is to consider whether, in the Commission's opinion, it is in the public interest for the Commission to make the following orders:

- (a) trading in any securities by TCM Investments Ltd., carrying on business as OptionRally, LFG Investments Ltd., AD Partners Solutions Ltd. and InterCapital SM Ltd. (collectively, the **Respondents**) cease permanently or for such period as is specified by the Commission;
- (b) the acquisition of any securities by the Respondents is prohibited permanently or for such period as is specified by the Commission;
- (c) any exemptions contained in Ontario securities law do not apply to the Respondents permanently or for such other period as is specified by the Commission;

- (d) each Respondent disgorge to the Commission any amounts obtained as a result of non-compliance by that Respondent with Ontario securities law;
- (e) the Respondents be reprimanded;
- (f) the Respondents be prohibited from becoming or acting as a registrant, as an investment fund manager, and as a promoter;
- (g) the Respondents each pay an administrative penalty of not more than \$1 million for each failure by that Respondent to comply with Ontario securities law;
- (h) the Respondents be ordered to pay the costs of the Commission investigation and the hearing; and
- (i) to make such further 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 24, 2017 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 the failure of any party to attend at the time and place set out in this Notice of Hearing, the hearing may proceed in the absence of that 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;

**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 25<sup>th</sup> day of August, 2017.

*“Grace Knakowski”*

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Grace Knakowski  
Secretary to the Commission