



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

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Toronto ON M5H 3S8

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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 PORTUS ALTERNATIVE ASSET MANAGEMENT INC.,
PORTUS ASSET MANAGEMENT INC., BOAZ MANOR, MICHAEL MENDELSON,
MICHAEL LABANOWICH AND JOHN OGG**

NOTICE OF WITHDRAWAL

WHEREAS:

1. On October 5, 2005, the Ontario Securities Commission (the "Commission") issued a Notice of Hearing pursuant to sections 127 and 127.1 of the *Securities Act*, R.S.O. 1990 c. S.5, as amended (the "Act") in relation to a Statement of Allegations issued by Staff of the Commission ("Staff") on the same day, to commence proceedings ("Administrative Proceeding") in respect of Portus Alternative Asset Management Inc. ("PAAM"), Portus Asset Management Inc. ("PAM"), Boaz Manor ("Manor"), Michael Mendelson ("Mendelson"), Michael Labanowich ("Labanowich") and John Ogg ("Ogg") (collectively, the "Respondents");
2. On October 4, 2005, the Commission authorized the commencement of proceedings against Manor in the Ontario Court of Justice pursuant to section 122 of the Act;
3. On April 20, 2006, the Commission authorized the commencement of proceedings against Mendelson and the laying of additional charges against Manor in the Ontario Court of Justice pursuant to section 122 of the Act (collectively, the "Section 122 Proceeding");
4. On June 16, 2006, the Commission ordered, among other things, that the Administrative Proceeding be adjourned until judgment is rendered in respect of the Section 122 Proceeding and that Staff and the Respondents appear before the Commission within eight weeks of judgment being rendered in the Section 122 Proceeding;

5. On November 19, 2007, Mendelson was convicted of a charge under the *Criminal Code*, R.S.C., 1985, c. C-46 (the “*Criminal Code*”) before the Ontario Court of Justice and was sentenced to two years in jail and three years probation;
6. On May 25, 2011, Manor was convicted of two charges under the *Criminal Code* before the Superior Court of Justice (Ontario) and was sentenced to four years in jail;
7. The convictions registered against Manor and Mendelson under the Criminal Code were for acts related to the Administrative Proceeding and the Section 122 Proceeding;
8. On July 13, 2011, the Section 122 Proceeding was concluded;
9. On August 4, 2011, a Notice of Hearing was issued giving notice that the Administrative Proceeding would continue;
10. On November 22, 2011, the Commission ordered, among other things, that the hearing on the merits commence on September 4, 2012, and continue on September 5, 6, 7, 10, 12, 13, 14, 19, 20, 21, 24, 26, 27, 28, and October 1, 2, 3, 4, and 5, 2012;
11. On August 16, 2012, Mendelson attended before the Commission and made submissions;
12. On August 27, 2012, the Commission approved settlement agreements between Staff and Manor (*Re Portus Alternative Asset Management Inc. et al.* (2012), 35 O.S.C.B. 8105), between Staff and Labanowich (*Re Portus Alternative Asset Management Inc. et al.* (2012), 35 O.S.C.B. 8104) and between Staff and Ogg (*Re Portus Alternative Asset Management Inc. et al.* (2012), 35 O.S.C.B. 8106);
13. On September 4, 2012, Staff appeared and Mendelson attended via teleconference before the Commission and made submissions including that Staff and Mendelson had reached an agreement regarding the facts against Mendelson in this matter and that a sanctions hearing be scheduled with respect to Mendelson;
14. On September 4, 2012, Staff indicated that PAAM and PAM are in receivership and that the allegations pending against them will be dealt with separately at a future date;

15. On September 4, 2012, the Commission ordered that the scheduled dates of September 5, 6, 7, 10, 12, 13, 14, 19, 20, 21, 24, 26, 27, 28, and October 1, 2, 3, 4, and 5, 2012 for the hearing on the merits in the matter be vacated and that a sanctions hearing for Mendelson commence on October 2, 2012 at 10:00 a.m. until 1:00 p.m. and continue on October 4, 2012 at 10:00 a.m.;
16. On October 2, 2012, Staff and Mendelson appeared before the Commission and made submissions indicating that there is a proposed agreed statement of facts and requesting that the currently scheduled dates for the sanctions hearing for Mendelson be vacated and that the sanctions hearing for Mendelson be rescheduled;
17. On October 2, 2012, the sanctions hearing for Mendelson was adjourned to October 16, 2012;
18. Staff and Mendelson jointly filed an Agreed Statement of Facts, dated October 16, 2012, in which Mendelson admitted certain acts in contravention of Ontario securities law;
19. On October 16, 2012, the Commission held a hearing and was satisfied that Mendelson did not comply with Ontario securities law and acted contrary to the public interest;
20. On November 29, 2012, the Commission made an order against Mendelson;
21. The receivership of PAAM and PAM has been completed;

TAKE NOTICE that Staff withdraw the allegations against PAAM and PAM.

October 14, 2016

Staff of the Ontario Securities Commission
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