

**IN THE MATTER OF  
MARTIN BERNHOLTZ**

**APPLICATION OF MARTIN BERNHOLTZ**

(For Variation of an Order Under Section 144 of the Securities Act, RSO 1990, c S.5)

**A. ORDER SOUGHT**

The Applicant, Martin Bernholtz, request(s) that the Ontario Securities Commission make the following order(s):

1. an Order varying the order made in this matter dated May 21, 2019 to permit various transfers of securities from Martin Bernholtz, or companies under his control, to his son, David Bernholtz, to be completed.

**B. GROUNDS**

The grounds for the request are:

1. Pursuant to the order dated May 21, 2019, Martin Bernholtz was subject to a cease trade order as of July 5, 2019;
2. Weeks prior to July 5, 2019, Mr. Bernholtz had been advised by a registrant that various transfers of shares from him to his son could be carried out prior to July 5, 2019. On or about July 3, 2019, Mr. Bernholtz was advised by that registrant that the transfers could not be carried out. Mr. Bernholtz proceeded to have another registrant assist with the transfer of the shares to his son as of July 3, 2019;
3. A large number of the shares to be transferred have stock certificates that are stale dated and have changed their name and consolidated the number of shares. The second registrant submitted these through to the transfer agent to reflect the current name and shareholdings. The transfer agents of these securities could not complete them by July 4, 2019;
4. In addition, Martin Bernholtz had requested the transfer of various shares in his online brokerage account to his son. For some unknown reason, these transfers did not go through and Mr. Bernholtz was advised to resubmit the request for transfer;
5. It is likely that while these transfers complete, some further input or action from Martin Bernholtz will be required;
6. Staff have been advised of the details above, including the names of the registrants and the account numbers for Martin Bernholtz and his son and Staff have advised that they are prepared to consent to the requested order.

**C. EVIDENCE**

The Applicant(s) intend(s) to rely on the following evidence at the hearing:

1. Draft order consented to by Staff, attached.

**DATED** this 8th day of July, 2019

**GROIA & COMPANY**  
Professional Corporation ■ Lawyers  
365 Bay Street, Suite 1100  
Toronto, ON M5H 2V1  
Fax: (416) 203-9231

**Kevin Richard**  
Tel: (416) 203-4485

*Lawyers for the Respondent*

**TO: THE ONTARIO SECURITIES COMMISSION**  
PO Box 55, 19<sup>th</sup> Floor  
20 Queen Street West  
Toronto, ON M5H 3S8  
Fax: (416) 593-2319

Matthew Britton