

SCHEDULE 'A'

**IN THE MATTER OF THE *SECURITIES ACT*,
R.S.O. 1990 c.S.5, as amended (the "Act")**

- and -

**IN THE MATTER OF
JOHN ILLIDGE ("Illidge")**

**ORDER
(Sections 127 and 127.1)**

WHEREAS on July 11, 2005, the Ontario Securities Commission (the "Commission") issued a Notice of Hearing pursuant to sections 127 and 127.1 of the Act in respect of Illidge and others;

AND WHEREAS Illidge and Staff of the Commission entered into a settlement agreement dated May 13, 2008 (the "Settlement Agreement") in which they agreed to a settlement of the proceeding subject to the approval of the Commission;

AND UPON reviewing the Settlement Agreement and the Statement of Allegations of Staff of the Commission, and upon hearing the submissions from Illidge and from counsel for Staff of the Commission;

AND WHEREAS the Commission is of the opinion that it is in the public interest to make this Order;

IT IS HEREBY ORDERED THAT:

(1) the Settlement Agreement attached to this Order is hereby approved;

(2) pursuant to section 127 of the Act:

- a. Illidge shall be permanently banned from trading in any securities;
- b. Illidge shall be permanently banned from acquiring any securities;

- c. Any exemptions contained in Ontario securities law shall not apply to Illidge permanently;
- d. Illidge shall resign any position he currently holds as an officer or director of any registrant or issuer; and,
- e. Illidge shall be permanently banned from acting as an officer or director of any issuer or registrant.

Dated at Toronto on this 16th day of May 2008

“James E. A. Turner”

James E. A. Turner

“Margot C. Howard”

Margot C. Howard