



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

P.O. Box 55, 19th Floor
20 Queen Street West
Toronto ON M5H 3S8

CP 55, 19e étage
20, rue queen ouest
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
SHALLOW OIL & GAS INC., ERIC O'BRIEN, ABEL DA SILVA,
ABRAHAM HERBERT GROSSMAN also known as ALLEN GROSSMAN
and KEVIN WASH**

**ORDER
(Section 127)**

WHEREAS on January 16, 2008, the Ontario Securities Commission (“the Commission”) issued a Temporary Order pursuant to subsections 127(1) and (5) of the *Securities Act*, R.S.O. 1990, c. S.5, as amended (the “Act”) that: (i) all trading in securities by Shallow Oil & Gas Inc. (“Shallow Oil”) shall cease and that all trading in Shallow Oil securities shall cease; and (ii) Eric O’Brien (“O’Brien”), Abel Da Silva (“Da Silva”), and Abraham Herbert Grossman, also known as Allen Grossman (“Grossman”), cease trading in all securities (the “Temporary Order”);

AND WHEREAS on June 19, 2008, following a hearing before the Commission, the Commission ordered:

1. the Temporary Order be extended until the completion of the hearings of the merits; and
2. pursuant to subsection 127(5) of the Act, that Kevin Wash (“Wash”) cease trading in any securities (the “Second Temporary Order”).

AND WHEREAS on November 25, 2008, the Commission ordered that the Second Temporary Order is extended until the conclusion of the hearing on the merits in this matter;

AND WHEREAS on December 15, 2011, it was ordered that the hearing on the merits shall commence on June 18, 2012, and shall continue on June 20, 21, and 22, 2012, or such further or other dates as may be agreed to by the parties and fixed by the Office of the Secretary;

AND WHEREAS an Amended Notice of Hearing was issued on May 14, 2012, accompanied by an Amended Statement of Allegations filed by Staff with respect to Shallow Oil, O'Brien, Da Silva, Grossman and Wash;

AND WHEREAS on May 29, 2012, Staff indicated that they would be requesting, pursuant to Rule 11 of the Commission's *Rules of Procedure* (2010), 33 O.S.C.B. 8017, that all or substantially all of the hearing on the merits be conducted as a written hearing;

AND WHEREAS on May 29, 2012, the Commission advised the parties that it would hear oral submissions in respect of Staff's request for a written hearing at the outset of the hearing on June 18, 2012;

AND WHEREAS on June 18, 2012, Staff appeared before the Commission for the hearing of the merits, and no one appeared on behalf of the Respondents;

AND WHEREAS on June 18, 2012, Staff withdrew their request for a written hearing;

AND WHEREAS the Commission is unable to hear this matter in the manner contemplated in the Order of December 15, 2011, due to a scheduling conflict;

IT IS ORDERED THAT:

- 1) The hearing of the merits is adjourned to October 29, 2012, at 10:00 a.m. at the offices of the Commission, 20 Queen Street West, 17th Floor, Toronto, and will continue on October 30, and 31, 2012; and
- 2) the hearing dates scheduled in this matter for June 20, 21 and 22, 2012, are hereby vacated.

DATED at Toronto this 18th day of June, 2012.

"James D. Carnwath"

James D. Carnwath Q.C.