



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*, RSO 1990, c S.5**

- and -

**IN THE MATTER OF
MARK STEVEN ROTSTEIN AND EQUILIBRIUM PARTNERS INC.**

**ORDER
(Sections 127 and 127.1 of the *Securities Act*)**

WHEREAS:

1. on February 29, 2016 the Ontario Securities Commission (the “Commission”) issued a Notice of Hearing in respect of a Statement of Allegations filed by Staff of the Commission (“Staff”) on February 29, 2016, in which Staff sought an order against Mark Steven Rotstein and Equilibrium Partners Inc. (the “Respondents”) pursuant to subsection 127(1) and section 127.1 of the *Securities Act*, RSO 1990, c S.5 (the “Act”);
2. the Notice of Hearing set March 24, 2016 as the hearing date in this matter;
3. on March 24, 2016, counsel for Staff and counsel for the Respondents appeared before the Commission and made submissions;
4. on March 24, 2016, the Commission ordered that:
 - (a) Staff shall disclose to the Respondents on or before April 22, 2016, documents and things in the possession or control of Staff that are relevant to the hearing;

- (b) if the Respondents seek an order for disclosure of additional documents, they shall file a Notice of Motion with the Commission no later than July 8, 2016;
 - (c) Staff shall disclose to the Respondents its witness list and summaries on or before July 12, 2016; and
 - (d) this proceeding is adjourned to a hearing to be held at the offices of the Commission located at 20 Queen Street West, 17th Floor, Toronto, Ontario, commencing on July 19, 2016 at 10:00 a.m., or as soon thereafter as the hearing can be held;
5. on July 19, 2016, counsel for Staff and counsel for the Respondents appeared before the Commission and made submissions;
6. on July 19, 2016, the Commission ordered that:
- (a) the Respondents shall disclose to Staff on or before August 16, 2016, their witness lists and summaries, unless the Respondents make a motion to strike one or more significant, material allegations of the Statement of Allegations;
 - (b) the Respondents shall indicate to Staff on or before August 16, 2016, any intent to call an expert witness, and will provide to Staff the name of the expert and state the issue on which the expert will be giving evidence;
 - (c) any motions that the parties wish to bring in advance of the merits hearing shall be held on the date of the Third Appearance, and motion materials shall be filed on or before September 2, 2016; and
 - (d) the Third Appearance shall be held at the offices of the Commission located at 20 Queen Street West, 17th Floor, Toronto, Ontario, commencing on September 15, 2016 at 11:30 a.m., or as soon thereafter as the hearing can be held;
7. on September 15, 2016, counsel for Staff and counsel for the Respondents appeared before the Commission and made submissions; and
8. the Commission is of the opinion that it is in the public interest to make this order;

IT IS HEREBY ORDERED that:

1. by no later than November 30, 2016, the Respondents shall disclose to Staff their witness summaries, which shall include references to any documents to which the witness will refer;
2. the Hearing on the Merits shall commence on April 17, 2017, and continue on April 19, 20, 21, 24, 25, 26, 27 and 28, 2017;
3. the final interlocutory appearance shall be held on March 16, 2017 at 10:00 a.m.;
4. by no later than March 6, 2017, all parties shall deliver to every other party copies of documents which they intend to produce or enter as evidence at the Hearing on the Merits (the “Hearing Briefs”);
5. by no later than March 9, 2017, the parties shall file with the Registrar copies of indices to their Hearing Briefs;
6. by no later than March 16, 2017, the parties shall file with the Registrar a completed E-hearing Checklist for the Hearing on the Merits;
7. by no later than March 31, 2017, the parties must inform the Registrar if alternative document formats, other than PDF, are used;
8. by no later than April 10, 2017, the parties shall file with the Registrar, via electronic medium, all the documents (including redacted documents) that the parties intend to enter into evidence at the Hearing on the Merits, along with an Index File; and
9. the parties must follow the format requirements set out in the Protocol for E-filing and E-hearings.

DATED at Toronto this 16th day of September, 2016.

“Edward P. Kerwin”

Edward P. Kerwin