

**IN THE MATTER OF THE *SECURITIES ACT*,
R.S.O. 1990, c. S.5, AS AMENDED**

- and -

**IN THE MATTER OF
TERRENCE WILLIAM MARLOW,
MARLOW GROUP PRIVATE PORTFOLIO MANAGEMENT INC.
AND MARLOW GROUP SECURITIES INC.**

**NOTICE OF HEARING
Sections 127 and 127(1)**

TAKE NOTICE that the Ontario Securities Commission will hold a hearing pursuant to section 127 of the *Securities Act*, at its offices at 20 Queen Street West, 17th Floor Hearing Room on Wednesday, the 25th day of April, 2006, at 11:00 a.m. or as soon thereafter as the hearing can be held:

TO CONSIDER whether, pursuant to s.127 and s. 127.1 of the *Securities Act*, it is in the public interest for the Commission to make:

- 1) an order against Terrence William Marlow that:
 - (a) he resign any positions he holds as director or officer of a reporting issuer, pursuant to paragraph 7 of s.127(1);
 - (b) he be prohibited from becoming or acting as officer or director of a reporting issuer, pursuant to paragraph 8 of s.127(1); and
 - (c) he be reprimanded, pursuant to paragraph 6 of s.127(1).

- 2) an order against all of the Respondents that:
 - (a) the registrations granted to the Respondents under Ontario securities law be suspended permanently pursuant to paragraph 1 of s. 127(1);
 - (b) trading in any securities by the Respondents cease permanently pursuant to paragraph 2 of s.127(1) subject to such terms and conditions as the Commission may impose pursuant to s.144; and
 - (c) any exemptions contained in Ontario securities law do not apply to the Respondents permanently pursuant to paragraph 3 of s.127(1).
- 3) such further orders as the Commission considers appropriate.

BY REASON OF the allegations set out in the Amended Statement of Allegations dated April 4, 2006, and such additional allegations as counsel may advise and the Commission may permit;

AND TAKE FURTHER NOTICE that any party to the proceedings may be represented by counsel at the hearing;

AND TAKE FURTHER NOTICE that upon failure of any party to attend at the time and place aforesaid, the hearing may proceed in the absence of that party and such party is not entitled to any further notice of the proceeding.

DATED at Toronto this 4th day of April, 2006.

“John Stevenson”
Secretary to the Commission