

**ONTARIO  
SECURITIES COMMISSION**

**IN THE MATTER OF  
SOLAR INCOME FUND INC., ALLAN GROSSMAN,  
CHARLES MAZZACATO, AND KENNETH KADONOFF**

File No. 2019-35

**MOTION OF SOLAR INCOME FUND INC., ALLAN GROSSMAN,  
CHARLES MAZZACATO, AND KENNETH KADONOFF**

(For an extension of the deadline for service and filing, as applicable, of the Respondents' witness lists, summaries of evidence of witnesses and intention to call experts, and an adjournment of the date of the Third Attendance, under Rules 27, 28, and 29 of the *Ontario Securities Commission Rules of Procedure and Forms* and Rules 5(1) and 8 of the *Ontario Securities Commission Practice Guideline*)

**A. ORDER SOUGHT**

The Moving Parties (Respondents), Solar Income Fund Inc., Allan Grossman, Charles Mazzacato, and Kenneth Kadonoff, request with notice to Staff that the Ontario Securities Commission (the "**Commission**") make the following orders:

- (a) an order extending the deadline for service (and filing as applicable) of the Moving Parties' witness lists and summaries of the evidence of witnesses, and the deadline for advising of an intention to call expert witnesses, from May 8, 2020 to July 8, 2020;
- (b) an order adjourning the Third Attendance from June 8, 2020 at 9:00 a.m. to August 8, 2020 at 9:00 a.m. or such other date after August 8, 2020 available to the Commission, Staff and counsel for the Respondents; and
- (c) an order setting aside or varying the Commission's scheduling order dated February 7, 2020.

Staff does not oppose the orders sought.

## **B. GROUNDS**

The grounds for the motion are:

1. On September 26, 2019, Staff filed their Statement of Allegations pursuant to Subsection 127(1) and Section 127.1 of the *Securities Act*, R.S.O. 1990, c. S.5.
2. On February 7, 2020, the Commission ordered the Moving Parties to serve (and file, as applicable) their witness lists and summaries of the evidence of witnesses, and to notify of their intention to call expert witnesses, by May 8, 2020. The Commission further ordered that the Third Attendance be scheduled for June 8, 2020 at 9:00 a.m.
3. On March 11, 2020, the World Health Organization (“**WHO**”) declared the global proliferation of COVID-19 cases to be a pandemic (the “**Pandemic**”).
4. On March 17, 2020, the Government of Ontario declared a state of emergency under the *Emergency Management and Civil Protection Act*, R.S.O. 1990, c. E.9 as a result of the Pandemic.
5. On March 23, 2020, the Government of Ontario ordered the closure of all non-essential businesses pursuant to the *Order under Subsection 7.0.2(4) – Closure of Places of Non-Essential Businesses*, O. Reg. 82/20 as a result of the Pandemic.
6. On March 28, 2020, the Government of Ontario prohibited public or social gatherings of more than five people pursuant to *Order under Subsection 7.0.2(4) of the Act – Organized Public Events, Certain Gatherings*, O. Reg. 52/20 as a result of the Pandemic.

7. In the weeks leading up to and following the WHO's declaration of the Pandemic, governments at all levels in Canada have continuously stressed that Canadians have an obligation to deploy social distancing measures to help prevent the spread of COVID-19.

8. The foregoing circumstances are exceptional, and present significant barriers for the Moving Parties in preparing their responding materials. Among other things, the closure of non-essential businesses and mandated social distancing measures make it impossible for counsel to access and review hard copy records that are relevant to the preparation of the responding materials, including hard copy documents within the control of a non-party.

9. On March 30, 2020, counsel for the Moving Parties sought Staff's consent to extend the May 8, 2020 deadline to serve (and file as applicable) the Moving Parties' witness lists and summaries of the evidence of witnesses and to notify of an intention to call expert witnesses, and to adjourn the June 8, 2020 date for the Third Attendance.

10. On March 31, 2020, Staff advised that they would not object to the relief sought in light of the challenges presented by the Pandemic and associated government response measures.

11. The Moving Parties request to appear by teleconference in respect of the present motion. Staff agrees with this request.

12. Rules 27, 28, and 29 of the *Ontario Securities Commission Rules of Procedure and Forms*, and Rules 5(1) and 8 of the *Ontario Securities Commission Practice Guideline*.

**C. EVIDENCE**

The Moving Parties intend to rely on the following evidence:

- (a) the Statement of Allegations dated September 26, 2019;
- (b) the Order of the Commission dated February 7, 2020; and
- (c) such further and other materials as counsel may advise and the Commission may permit.

April 7, 2020

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**MOTION FOR ADJOURNMENT**

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