

**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.**

**ORDER
(Section 127)**

WHEREAS on April 4, 2006, the Ontario Securities Commission issued a Notice of Hearing pursuant to sections 127 and 127.1 of the *Securities Act* (the "Act") in respect of Terrence William Marlow ("Marlow"), Marlow Group Private Portfolio Management Inc. and Marlow Group Securities Inc.;

AND WHEREAS Marlow entered into a settlement agreement with Staff of the Commission dated May 19, 2006 (the "Settlement Agreement") in which he agreed to a settlement of the proceeding against him, subject to the approval of the Commission;

AND WHEREAS the Commission issued a Notice of Hearing dated May 23, 2006 setting down the hearing to consider the Settlement Agreement;

AND UPON reviewing the Settlement Agreement, the Notice of Hearing and the Statement of Allegations of Staff of the Commission, and upon hearing submissions from Marlow's representative and from Staff of the Commission;

IT IS HEREBY ORDERED THAT:

- (a) the Settlement Agreement attached to this Order as Schedule “1” is hereby approved;
- (b) Marlow’s registrations under Ontario securities law be suspended permanently, pursuant to paragraph 1 of s. 127(1);
- (c) Marlow cease trading in securities permanently, pursuant to paragraph 2 of s. 127(1), except for any trading by A. Farber & Partners Inc. pursuant to the order of the Ontario Superior Court of Justice dated March 9, 2005;
- (d) any exemptions contained in Ontario securities law do not apply to Marlow permanently, pursuant to paragraph 3 of s. 127(1), except for those exemptions necessary to permit trading of securities by A. Farber & Partners Inc. pursuant to the order of the Ontario Superior Court of Justice dated March 9, 2005;
- (e) Marlow be reprimanded, pursuant to paragraph 6 of s.127(1);
- (f) Marlow resign any positions he holds as director or officer of any issuer, pursuant to paragraph 7 of s.127(1); and
- (g) Marlow be permanently prohibited from becoming or acting as officer or director of any issuer, pursuant to paragraph 8 of s.127(1).

DATED at Toronto this 25th day of May, 2006

”Paul Moore”

Paul M. Moore

“Suresh Thakrar”

Suresh Thakrar